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A CONSOLIDATION
OF
THE STATUTES

RELATING TO

The Northern Railway Company
OF CANADA,

WITH AN INDEX.

FOR THE USE OF THE COMPANY.

BY
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UNDER THE DIRECTION OF
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PREFACE.

DURING the last Session of the Dominion Parliament, two Special Acts relating to the Company were passed. The first of these "*An Act respecting the Lien of the Dominion on the Northern Railway of Canada,*" and the second, "*The Northern Railway Company Act, 1875.*" The greater part of "*The Railway Act, 1868,*" its amendments and some general Acts respecting Railways are incorporated in this latter Act by mere reference; so that, in order to ascertain the state of the law affecting the Company it was necessary to examine the statute books of many years. It was therefore thought expedient to arrange, for the use of the Company and its officers, all these Acts in the form of a single consolidated enactment with an index. The parts of the general Railway Acts which affect the Company are printed in a smaller type than those of the special Acts of the Company. Wherever changes, rendered necessary in many places for the sake of uniformity, have been made, italics have been used.

The two above-mentioned special Acts have also been printed separately; the former will be found at page ninety-seven, and the latter at page seventy-five of this book.

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A CONSOLIDATION

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STATUTES

RELATING TO THE

Northern Railway Company of Canada.

WHEREAS, for the proper accommodation and develop- Preamble.
ment of the traffic of the district served by the Northern Railway Company of Canada, it is necessary to change the gauge of the said railway from five feet six inches to four feet eight and one-half inches, and that additional rolling stock and other equipments should be provided, and additional works and improvements executed on the said railway, and new expenditure on capital account will thereby have to be incurred :

And whereas the present share and loan capital of the Northern Railway Company of Canada, hereinafter called "The Company," consists of the following particulars (that is to say) :—

- (a) First preference bonds to the amount of £250,000 sterling, in bonds of £100 sterling each :
- (b) Second preference bonds to the amount of £283,900 sterling, in bonds of £100 sterling each :
- (c) Class A, third preference bonds to the amount of £50,000 sterling, in bonds of £100 sterling each :
- (d) Class B, third preference bonds to the amount of £100,000 sterling, in bonds of £100 sterling each :
- (e) The lien of the Dominion, amounting to £475,000 sterling :
- (f) The share capital of the Company, amounting to £203,800 currency, divided into 40,760 shares of £5 currency each :

And whereas besides the lien, the Government holds £50,000 in amount, of the said second preference bonds, and £50,000 in amount, of the said Class B, third preference bonds :

And whereas by *this* Act provision is made for the discharge of the lien of the Dominion upon certain conditions and payments to be made by the Company :

And whereas to enable the Company to comply with the said conditions and to make such payments to the Government of the Dominion for the discharge of the lien it is necessary to re-adjust the Company's share capital :

And whereas, the Company and the Northern Extension Railways Company, hereinafter called "the Extension Company," have presented petitions praying that the railways of the Northern Extension Railways Company may be declared to be works for the general advantage of Canada, and that powers may be granted for the amalgamation of the said companies :

And it is expedient that the prayers of the said respective petitions should be granted :

Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

PART I.

On what conditions the lien of the Dominion may be released.

Proviso: the bonds held by the Government not to be affected.

1. If the Company or any Company formed by its amalgamation with any other Company under *this* Act do, on or before the first day of April, one thousand eight hundred and seventy-six, or within such extended time as the Governor in Council may grant, not exceeding three months thereafter, pay to the Receiver-General of Canada, or to the financial agents of the Dominion in England, the sum of one hundred thousand pounds sterling, such payment shall operate as a full discharge and release of the said lien and of all principal and interest due in respect thereof, and the Receiver General or the said financial agents (as the case may be) shall give the Company a certificate of such payment, which shall be sufficient evidence of the discharge of the lien and of all claim in respect thereof: Provided always, that the said bonds of the Company held by the Government shall not be affected by the payment aforesaid, but shall hold their present rank and priority in any re-arrangement that may be made of the affairs of the Company, and that the accrued interest on the second preference bonds shall be paid under the terms of the several *repealed* Acts relating to the said railway. (38 V. Can. c. 23, s. 1.)

2. The Directors of the Company shall call a special general meeting of the Company, to be held at Toronto within six months after the eighth day of April, one thousand eight hundred and seventy-five, to consider the question of the extinguishment of the existing ordinary share capital of the Company, for a price to be paid out of money to be raised by the issue of new stock under this Act, or the commutation of the said ordinary shares into such new stock as aforesaid, such price or such new stock to be accepted by the shareholders in full satisfaction and extinguishment of their respective holding of original shares: And provided such extinguishment of the present ordinary shares for a price stated, or commutation, at a rate and on terms stated, into new stock, be sanctioned by resolution of the Company and affirmed by two-thirds of the votes of the shareholders present or represented at such special general meeting of the Company, to be duly called and held at Toronto within the time aforesaid, the resolution to that effect agreed to and passed as aforesaid, shall be binding upon all the holders of the present share capital of the Company, and upon the Company: And for the purpose of the separate vote of the shareholders among themselves upon the said question of extinguishment or commutation, each and every share in the capital stock of the Company represented at such meeting, shall entitle the holders thereof, to one vote for every such share: Provided always that it shall be lawful for the Company to agree separately with any one or more of the shareholders for the extinguishment or commutation of his or their shares, and in the event of such agreement or agreements taking effect, the shareholder or shareholders so agreeing shall not have any vote at the special general meeting to be held under this section; but such agreement or agreements shall not take effect unless or until the same shall have been sanctioned at the special general meeting by resolution of the Company and affirmed by two-thirds of the votes of the shareholders as aforesaid present or represented as aforesaid, excepting the shareholder or shareholders so agreeing as aforesaid. (38 V. Can. c. 65, s. 1.)

Special general meeting for purposes of this Act, and extinguishment of ordinary share capital.

Resolution: in what case to be binding.

Scale of voting.

Proviso.

3. When and so soon as such resolution as in the last preceding section mentioned, has been duly agreed to and passed as aforesaid, there is hereby created, and the Company may issue, pursuant to the provisions in that behalf hereinafter contained, new ordinary stock of the amount of five hundred thousand pounds sterling, the holders of which shall be entitled to participate rateably one with another in the net profits of the Company, and the said ordinary stock hereby created shall hold, with regard to the bonds of the Company, the same rank and position as the share capital of the Company held before the passing of this Act. (38 V. Can. c. 65, s. 2.)

Proceedings if the necessary resolution is properly passed.

4. It shall be lawful for the Directors of the Company to raise by the issue of new ordinary stock, part of that hereby created, at such prices as shall be obtainable for the same, so much money as shall be necessary for discharging the Govern-

Application of proceeds of new stock.

ment lien, and, if such extinguishment shall have been agreed upon, for paying off and extinguishing the existing share capital, pursuant to the provisions in that behalf hereinbefore contained; or, in the event of the shareholders having agreed upon the commutation of the original share capital by the exchange thereof for a portion of the new ordinary stock hereby created as hereinbefore provided, it shall be lawful for the Directors, in addition to the issue for discharging the Government lien, to issue a sufficient portion of the said new ordinary stock hereby created, for the purpose of such commutation of the original share capital. (38 V. Can. c. 65, s. 3.)

Residue of new stock, how disposed of.

Proviso.

Nature of new stock—transfer, &c.

When the old stock shall be extinguished.

Provision in case of failure to carry out the foregoing arrangement.

Preferential stock may be issued—its rank and privileges.

5. It shall be lawful for the Directors of the Company to issue for the benefit of the Company, the residue of the new ordinary stock hereby created, at such prices as shall be from time to time obtainable for the same, and in such amounts and on such terms and conditions as the Directors may think proper, and to apply the proceeds of such issues to the general purposes of the Company properly chargeable to capital account: Provided that no new ordinary stock in the excess of the amount required for discharging the Government lien, and extinguishing or commuting the original share capital as herein provided, shall be issued without the previous sanction of a special general meeting of the Company. (38 V. Can. c. 65, s. 4.)

6. The said new ordinary stock shall be, and shall have all the incidents of personal estate, and shall be transmissible and transferable in any quantities not involving fractions of a pound sterling, as nearly as may be in the same manner, and subject to the same regulations as the share capital of the Company has hitherto been. (38 V. Can. c. 65, s. 5.)

7. When and so soon as the payment shall have been made, as hereinbefore provided in discharge of the lien of the Government, and the aforesaid agreement for purchase or commutation of the original share capital shall have been carried out by the Company, the share capital of the Company heretofore existing shall be extinguished. (38 V. Can. c. 65, s. 6.)

8. In the event of no arrangement being made and agreed to by the holders of the present share capital for the extinguishment or commutation thereof under the provisions of and within the time limited by the *second* section of this Act, then and thereafter the provisions hereinbefore made for the issue of new ordinary stock shall be void and of no effect, and then, but not otherwise, the six following sections shall have effect. (38 V. Can. c. 65, s. 7.)

9. There is hereby created, and the Company may issue pursuant to the provisions in that behalf hereinafter contained, preferential stock to the amount of three hundred and fifty thousand pounds sterling, and the said preferential stock hereby created shall hold with regard to the bonds and ordinary

share capital of the Company, the same rank and position as the lien of the Dominion held at the time of the passing of this Act; and the holders of the preferential stock hereby created, or of so much thereof as may from time to time be issued under the provisions herein contained, shall be entitled to receive out of the net profits of the Company interest at the rate of six per cent. per annum upon such preferential stock, before any dividends or interest whatever shall become payable out of the profits of the Company upon the said existing ordinary share capital; and if at any time hereafter, any surplus revenue applicable to dividend shall remain after the said ordinary stock has received six per cent. dividend, then such surplus shall be divided rateably between the holders of the said preferential and ordinary stock. (38 V. Can. c. 65, s. 8.)

Application of
any surplus
revenue.

10. It shall be lawful for the Directors of the Company to raise by the issue of preferential stock, part of that hereby created, at such prices as shall be obtainable for the same, so much money as shall be necessary for discharging the Government lien pursuant to the provisions in that behalf hereinbefore contained, and the first charge upon the proceeds of such preferential stock shall be the payment to the Government of the Dominion of the amount required for the discharge of the Government lien. (38 V. Can. c. 65, s. 9.)

Amount re-
quired to
discharge
Government
lien to be first
raised by such
stock.

11. It shall be lawful for the Directors of the Company to issue for the benefit of the Company the residue of the preferential stock hereby created, at such prices as shall be from time to time obtainable for the same, and in such amounts as the Directors may think proper, and to apply the proceeds of such issues to the general purposes of the Company properly chargeable to capital account; Provided, that no preferential stock in excess of the amount required for discharging the Government lien, as herein provided, shall be issued without the previous sanction of a special general meeting of the Company. (38 V. Can. c. 65, s. 10.)

Issue of resi-
due and appli-
cation of
proceeds.

Proviso.

12. The said preferential stock shall be and shall have all the incidents of personal estate, and shall be transmissible and transferable in any quantities, not involving fractions of a pound sterling, as nearly as may be in the same manner and subject to the same regulations as the share capital of the Company has hitherto been. (38 V. Can. c. 65, s. 11.)

Nature and
incidents of
such stock.

13. No share heretofore existing in the capital of the Company shall be transferred after the thirtieth June or thirty-first December next following the date when the payment to extinguish the lien of the Dominion shall have been made, but immediately after such thirtieth June or thirty-first December, all currency scrip issued in respect of such share capital shall be cancelled, and every corporation or person registered as a shareholder at that date, or then entitled to be so registered by virtue of a transfer previously executed, shall be registered for

Conversion
of currency
shares into
sterling shares:
and at what
rate.

Transfer of
currency

shares forbidden after a certain date.

an amount of sterling stock, at the rate of four pounds sterling for every existing registered share of five pounds currency, the certificates for which sterling stock shall be issued in exchange for the surrender of the certificates or scrip of the currency shares; and upon such exchange being effected, and from the date thereof, the said sterling stock shall stand in all respects in the rank and position of the said currency shares for which it shall have been exchanged. (38 V. Can. c. 65, s. 12.)

Present shares not claimed within a certain period, forfeited for the benefit of the Company.

14. The benefit of the exchange provided by the next preceding section shall not extend to any share in respect of which no claim to it, which shall ultimately be found to be valid, shall have been made within two years, from the thirtieth June, *one thousand eight hundred and seventy-five*, at the office of the Company either at Toronto or in London, England; but at the expiration of the said time all such shares shall be extinguished for the benefit of the Company, and all dividends accrued due or payable on the stock which was issuable in respect thereof, shall be forfeited to the Company. (38 V. Can. c. 65, s. 13.)

Provision as to shares held by Toronto and Simcoe.

15. In case the Corporation of the said City of Toronto, or of the County of Simcoe, do in proper form of law effectually release to the Company their said shares in the Capital Stock of the said Company, the said shares shall no longer be included in the shares of the Capital Stock dealt with in the preceding provisions of this Act, but this shall not affect the right of the said Corporations to be represented upon the Board under *this* Act. (38 V. Can. c. 65, s. 14.)

Change of gauge to four feet eight and one-half inches.

16. The Company shall have power to change the gauge of its railway, or any line of railway leased to the Company or belonging to a Company amalgamated with it, to the width of four feet and eight and one-half inches. (38 V. Can. c. 65, s. 15.)

PART II.

Northern Extension Railways' works for benefit of Canada.

17. The railways of the Northern Extension Railways Company, hereinafter called the Extension Company, are hereby declared to be works for the general advantage of Canada; and the expression "The Company" in this Act shall mean the Northern Railway Company of Canada, as well after as before the amalgamation, and the corporate name of the Company shall remain what it now is. (38 V. Can. c. 65, s. 16.)

Northern Extension Company and Northern Railway Company may amalgamate, and how, and on what conditions.

18. It shall be lawful for the Company and the Extension Company, at any time after the passing of this Act, to enter into an agreement for amalgamation upon such terms, conditions and stipulations as may be therein set forth, and sealed with their respective common seals, and approved in extraordinary general meetings of the respective Companies, specially called for the purpose, by resolution, for which not less than two-thirds of the votes of the persons present or represented at such respective meetings shall have been given in the affirm-

ative, but so that such agreement shall contain provisions to the following effect:—

1. The franchise or charter of the Extension Company, with all its powers, authorities, rights, and privileges, and all its railways, plant and undertaking, with all its property, real and personal, shall be transferred to and vested in the Company, and the members of the Extension Company shall thenceforth be members of the body corporate of the Company: Provided always, that the Company, and the undertaking and works thereof, shall continue liable upon all covenants and agreements in respect of the bonds of the Extension Company in the same manner and to the same extent as if such amalgamation had not taken place, and the holders of such bonds shall retain their bonds with the same charge on the undertaking and railways late of the Extension Company, and with the same rights and privileges in all respects including the same conditional right in the Company of voting and qualifying as Directors, as under the twenty-eighth section of the Act of the Legislature of Ontario, thirty-five Victoria, chapter forty-three, (a) as if the amalgamation had not taken place, and as if this Act had not been passed: and any debt due to the Company from the Extension Company, or from the Extension Company to the Company, shall merge and be extinguished. (38 V. Can. c. 65, s. 17, sub. 1.)

Provisions to be incorporated in agreement of amalgamation.

Rights and Liabilities of the amalgamated Company.

2. The benefit of the franchise or charter of the Extension Company, with all its powers, authorities, rights, and privileges to be transferred under the powers of this Act, and the railways, plant and undertaking, and all the property, real and personal, of the Extension Company shall be deemed and taken to be worth when cleared of all debts and other liabilities in any way whatever embraced in the capital and construction accounts of the Extension Company, and when cleared of its debenture debt, a sum not exceeding four thousand one hundred and nine pounds sterling for every mile of the railways of the Extension Company from Barrie to Gravenhurst in the one direction, and from Collingwood to Meaford in the other direction; and such mileage shall be ascertained by the result of an actual survey and admeasurement of the railways when completed; and from the sum agreed to as the sum (not exceeding four thousand one hundred and nine pounds sterling per mile) for which the said Extension Railway may be purchased by the Company, all such debts and liabilities including the said debenture debt and the amount necessary for completing the said railway to Gravenhurst, shall be deducted, and the balance only shall be payable to the shareholders of the Extension Company in the new ordinary or preferential stock of the Company, as the case may be, and thereupon after such amalgamation and payment the share capital of the Extension Company shall be extinguished. Provided that in no event

Estimated value per mile of Northern Extension Company's rights and property.

Liabilities to be deducted from such value, and balance allowed on stock of amalgamated Company.

Proviso:

(a) See sec. 83.

Amount not to exceed paid up capital of Extension Company, and interest and premium.

shall the amount so to be paid by the Company to the shareholders of the Extension Company for the purchase and extinguishment of their shares exceed in the aggregate the amount of the share capital of the Extension Company actually and *bona fide* paid up in cash before the commencement of the session of the Parliament of Canada held in the year one thousand eight hundred and seventy-five, with interest thereon at the rate of ten per centum per annum, from the date of the respective payments, and a premium not exceeding twelve and one-half per centum upon such paid up stock. (38 V. Can. c. 65, s. 17, sub. 2.)

Amalgamated Company to pay debts of Extension Company.

3. All debts due from, liabilities of, and contracts subsisting with the Extension Company, shall become debts due from, liabilities of, and contracts subsisting with the Company, and all rights of action and suit which shall have accrued to or against the Extension Company shall enure and subsist for the benefit of and against the Company, and there shall be no abatement of any action or suit which shall have been commenced by or against the Extension Company; but any such action or suit may, upon a suggestion of the amalgamation effected under the provisions of this Act, be continued and prosecuted by or against the Company in the same way as it would have been continued and prosecuted by or against the Extension Company if such amalgamation had not been effected. (38 V. Can. c. 65, s. 17, sub. 3.)

Company may issue new stock up to £50,000.

19. The Company shall be empowered to issue for the purposes of amalgamation on the terms limited by this Act, and so far as not required for that purpose for any object within the charters of either of the amalgamated Companies, additional, new ordinary or preferential stock, as the case may be, to an amount not exceeding fifty thousand pounds sterling beyond the amounts hereinbefore limited as to such stocks respectively, irrespective of amalgamation. (38 V. Can. c. 65, s. 18.)

May advance money for extension of railways.

20. After such amalgamation the Company may advance and expend, on account of and as part of the compensation to be made to the Extension Company, in consideration and as one of the terms of amalgamation, such sum of money as may be necessary for completing the line and works of the said Company from Severn River Bridge to Gravenhurst, and for such other services as the Extension Company might, before such amalgamation, have legally properly performed under their charter. (38 V. Can. c. 65, s. 19.)

Loan capital of Extension Company to form part of that of Amalgamated Company.

21. After such amalgamation the loan capital of the Extension Company shall be added to and form part of the loan capital of the Company, and the Company shall have the same powers from time to time of issuing, selling, or pledging bonds of the Company, and to the same extent and with the same privileges or priorities as to the undertaking and property belonging before the amalgamation to the Extension Company,

as the Extension Company would have had as to bonds of that Company, if such amalgamation had not been effected, (a) and may upon the maturity of any bonds the Extension Company issued previously to the amalgamation, or of any further bonds issued under the authority of this section, raise the sums required for paying off the matured bonds or any part of such sums, either out of any fund of the Company applicable to capital services (whether arising from the issue of ordinary or preferential stock under the powers herein contained, or arising otherwise), or by issuing, selling, or pledging other bonds of the Company bearing interest at any rate not exceeding six per cent. per annum, at such price and upon such terms and conditions as the Directors of the Company may think fit; and the bonds upon the security of which any sums required for paying off the respective matured bonds shall be raised, may to the amount of the respective matured bonds, but not further or otherwise, be so issued as to take the place of and be entitled to the respective privileges and priorities attached to the respective matured bonds for or towards paying off which such sums respectively shall have been raised, or may be issued, with such other privileges and priorities not limiting, restricting, or prejudicially affecting the rights of holders of then existing bonds, or without any preference or priority, as the Directors of the Company shall think fit. (38 V. Can. c. 65, s. 20.)

Provision as to issue, sale and redemption of bonds.

22. Until the first general meeting of the Company, held after the date of the amalgamation, three of the Directors of the Extension Company, to be nominated by the Board of the Extension Company as existing at the date of the amalgamation, shall act as Interim Directors of the Company, in addition to the other Directors of the Company under this Act. (38 V. Can. c. 65, s. 21.)

Interim directors from Extension Company.

23. Upon and after such amalgamation, chapter thirty of the Statutes passed by the Legislature of the Province of Ontario in the thirty-third year of Her present Majesty; chapter thirty-six of the Statutes passed by the same Legislature, in the thirty-fourth year of Her present Majesty; chapter forty-five of the Statutes passed by the Parliament of Canada, in the thirty-fourth year of Her present Majesty; chapter forty-three of the Statutes passed by the Legislature of the Province of Ontario, in the thirty-fifth year of Her present Majesty; and chapter sixty-six of the Statutes passed by the Parliament of Canada, in the thirty-fifth year of Her present Majesty, shall stand repealed and be of no further force or effect as to anything thereafter to be done, except only section three and the sections numbered from thirteen to seventeen, both inclusive, of the Act of the Legislature of the Province of Ontario, thirty-five Victoria, chapter forty-three, hereinbefore referred to, which said sections shall have the same force as if they were re-enacted in this Act, with the substitution of the Company

After amalgamation certain Acts repealed

Exception.

(a) See Appendix A.

for the new Company in the said last mentioned Act referred to (a);

Proviso; saving existing rights and liabilities.

Provided, that every right acquired and every obligation or liability undertaken or incurred previous to the repeal hereby made, shall be saved, nor shall such repeal affect the validity of anything done previous thereto pursuant to any of the repealed enactments, or of anything of which the validity depends on its having been confirmed by any of the repealed enactments. (38 V. Can. c. 65, s. 22.)

Works of Extension Company to form part of those of N. R. Company of Canada.

24. Upon such amalgamation with the Company, the railways of the Extension Company, as the same now exist, or may be completed or extended before the expiration of six years from the second day of March, one thousand eight hundred and seventy-two within the meaning of *section thirty-three subsection six of this Act* shall form part of the undertaking of the Company. (38 V. Can. c. 65, s. 23.)

Municipalities may aid by granting bonuses, &c.

25. Upon and after the amalgamation of "*The Company*" and the "*Extension Company*" it shall be lawful for any municipality or municipalities who may desire to assist in the construction of the railway authorized to be constructed by *subsection six of section thirty-three of this Act*, or any part thereof, to aid or assist *the Company* by loaning or guaranteeing, or giving money by way of bonus or other means to *the Company*, or issuing municipal bonds to or in aid of *the Company*, and otherwise, in such manner and to such extent as such municipalities or any of them shall think expedient; Provided always, that such aid, loan, bonus or guarantee shall be given under a by-law for the purpose, to be passed in conformity with the provisions of the Act respecting Municipal Institutions for the creation of debts; and all such by-laws so passed shall be valid, notwithstanding that the annual rate of assessment may exceed the aggregate rate of two cents in the dollar on the actual value of the whole rateable property within the municipality or portion of municipality creating such debt; Provided always, that in no case shall such rate exceed for all purposes three cents in the dollar on the actual value of such rateable property. (35 V. Ont. c. 43, s. 13.)

Proviso.

Proviso.

Certain by-laws confirmed.

26. The by-laws heretofore passed in aid of the North Grey Railway Company, by the Townships of Collingwood, Euphrasia and St. Vincent, are hereby confirmed, so far as relates to the omission to insert therein a specific day for the same to take effect. (35 Vic. Ont. c. 43, s. 14.)

If a portion of a municipality desire to aid, Council to pass a by-law.

27. In case the majority of the persons rated on the last assessment roll as freeholders, or fifty persons so rated who may be qualified voters under the Municipal Act in any portion of a municipality other than a county municipality, do

(a) Incorporated in this Act as Sections 33, sub 6; and ss. 25, 26, 27 28 and 29.

petition the Council of such Municipality to pass a by-law as hereinafter set out, such petition to define the metes and bounds of the section of the municipality within which the property of the petitioners is situated; or in the case of a county municipality, the majority of the Reeves and Deputy Reeves of those townships that may be asked to grant a bonus, do petition the Council of such County Municipality to pass a by-law as herein-after set out, and in such petitions do define the townships for which they are respectively Reeves and Deputy Reeves, and expressing the desire of the petitioners to aid in the construction of the said railway, by granting a bonus to the *Company* for this purpose, and stating the amount they so desire to grant and to be assessed therefor, the Council of such Municipality shall pass a by-law, provided the said by-law shall be approved of by the majority of the qualified voters voting thereon in the portion of the municipality petitioning as aforesaid, in the manner required by the Municipal Act:—

First,—For raising the amount so petitioned for by such freeholders, or such Reeves or Deputy Reeves, in such portion of the municipality, by the issue of debentures of the municipality payable in twenty years, and for the delivery to the Trustees of the debentures issued for the amount of the said bonus at the times and on the terms specified in said petition; For issuing debentures.

Second,—For assessing and levying upon all the rateable property lying within the section defined by said petition an equal annual special rate, sufficient to include a sinking fund for the repayment of the debentures with interest thereon, such interest to be payable yearly or half-yearly; which debentures the Municipal Councils, and the Wardens, Reeves and other officers thereof, are hereby authorized to create and issue in such cases respectively; and the provisions of the Municipal Acts and of this Act shall apply to any bonus so granted, or by-law so passed by or for a portion of the municipality. (35 V. Ont. c. 43, s. 15.) For assessing and levying a special rate.

28. That any county in which are situated a township or townships, that have granted, or hereafter may grant, a bonus or bonuses in aid of the *Company*, shall be at liberty to take the debentures issued by such township or townships, and in exchange therefor to hand over to the *Company* the debentures of the County, on a resolution being passed to that effect by a majority of the County Council. (35 V. Ont. c. 43, s. 16.) Counties may exchange the debentures of townships for those of the county.

29. The *Company* shall have power to enter into any agreement with municipalities, corporations or individuals that have granted or hereafter may grant a bonus or gift in aid of the said railway, respecting the conditions or disposition of any such gift or bonus. (35 V. Ont. c. 43, s. 17.) Disposition of bonuses.

PART III.

Recital of
necessity of
consolidating
loan capital of
Company, and
statutes relat-
ing to it.

And whereas the Loan Capital of the Northern Railway Company of Canada consists of several classes of bonds:

And whereas the statutory enactments and regulations affecting the said Company are contained in the statutes of many years.

And whereas the said Company has petitioned that provisions may be made for the consolidation of the said Loan Capital, and that the various statutory provisions applicable to the said Company may be consolidated into one enactment:

Acts of Pro-
vince of Can-
ada,
12 V. c. 196.

And whereas the Toronto, Simcoe and Huron Railroad Union Company was incorporated by an Act, being chapter one hundred and ninety-six of the statutes passed in the twelfth year of Her present Majesty, by the Legislature of the late Province of Canada:

13-14 V. c. 131.

And whereas the name of the said Company was changed to the Ontario, Simcoe and Huron Railroad Union Company, and the limits of the authorized railway of the said Company were extended by an Act, being chapter one hundred and thirty-one of the statutes passed by the same Legislature in the thirteenth and fourteenth years of Her present Majesty:

13-14 V. c. 81.

And whereas by an Act, being chapter eighty-one of the statutes passed by the same Legislature in the last mentioned years, the Municipal Corporations through whose jurisdictions the railway of the said Company might pass, were empowered to assist in its construction, and to appoint Directors of the said Company in case they should so assist as therein mentioned:

And whereas, in pursuance of the power so conferred, the Municipal Corporations of the City of Toronto and of the County of Simcoe assisted in the construction of the said railway, and became entitled to appoint Directors of the said Company:

16 V. c. 51.

And whereas, by an Act, being chapter fifty-one of the statutes passed by the said Legislature in the sixteenth year of Her present Majesty, the said Company was empowered to construct a harbour at or near the terminus of its railway on Lake Huron:

16 V. c. 244.

And whereas, by an Act, being chapter two hundred and forty-four of the statutes passed by the same Legislature in the last mentioned year, the limits of the authorized railway of the said Company were again extended, and the said Company was empowered to construct other harbours on Lake Huron:

19-20 V. c. 73.

And whereas, by an Act, being chapter seventy-three of the statutes passed by the said Legislature in the nineteenth and

twentieth years of Her present Majesty, the said Company was empowered to have and employ steamers on Lake Simcoe, and to make arrangements with the proprietors of steamers on other lakes for running vessels in connection with its railway :

And whereas various other provisions relating to the said ^{20 V. c. 143.} Company were contained in all the aforesaid Acts, and in an Act, being chapter one hundred and forty-three of the statutes passed by the said Legislature in the twentieth year of Her present Majesty :

And whereas, by an Act, being chapter one hundred and ^{22 V. c. 117.} seventeen of the statutes passed by the said Legislature in the twenty-second year of Her present Majesty, and the year of our Lord one thousand eight hundred and fifty-eight, the name of the said Company was changed to "The Northern Railway of Canada," and various other provisions were made concerning the said Company ; but ever since the passing of that Act the said Company has, both in subsequent statutes and otherwise, been always in fact called "The Northern Railway Company of Canada," and its railway is called the "Northern Railway of <sup>Name of Com-
pany.</sup> Canada."

And whereas by an Act, being chapter eighty-nine of the ^{22 V. c. 89.} statutes passed by the said Legislature in the twenty-second year of Her present Majesty, and the year of our Lord one thousand eight hundred and fifty-nine, the railway, property and corporate rights of the said Company were vested in the Crown, for the purposes therein mentioned, and the Governor in Council was empowered to transfer the same to such parties, and upon such terms, and to make such provisions relating to the said Company as therein mentioned :

And whereas by an Order in Council made pursuant to the <sup>Order in Coun-
cil, 12th May,
1859.</sup> last-mentioned Act on twelfth May, one thousand eight hundred and fifty-nine, it was ordered that the said railway, property and rights should be re-vested in the said Company on the conditions therein mentioned, and in the said Order various other provisions relating to the said Company were contained :

And whereas by an Act, being chapter one hundred and five ^{23 V. c. 105.} of the statutes passed by the said Legislature in the twenty-third year of Her present Majesty, it was declared that the said Company had, up to that time, complied with all the requirements of the last-mentioned Act and of the said Order in Council, and the said Order in Council was confirmed :

And whereas by an Act, being chapter fifty-five of the ^{27 V. c. 55.} statutes passed by the said Legislature in the twenty-seventh year of Her present Majesty, provision was made for the construction of a branch from the railway of the said Company to the town of Barrie, and it was enacted that such branch, when

so constructed (which it has since been), should form part of the railway of the said Company :

Act of Canada,
31 V. c. 86.

And whereas by an Act of the Parliament of Canada, being chapter eighty-six of the statutes passed by that Parliament in the thirty-first year of Her present Majesty, it was declared that the Northern Railway of Canada is a work for the general advantage of Canada, and various other provisions were made concerning the said Company :

And whereas by this Act various provisions are made concerning the Company and the Extension Company, including a declaration that the railways of the last mentioned Company are works for the general advantage of Canada, and a provision that under certain conditions therein set forth the said Companies may be amalgamated :

And whereas, of the provisions contained in the hereinbefore-mentioned Acts and Order in Council, many have been repealed or amended by others of the said provisions, many were enacted for temporary purposes which have been fulfilled, and many have been incorporated, and sometimes with amendments, in "*The Railway Act, 1868*:"

And whereas, if the amalgamation of the Northern Extension Railways Company with the Northern Railway Company of Canada, contemplated by this Act, should take effect, many further changes will be introduced into the system of the Company :

And whereas under these circumstances a consolidation of the statutory and other regulations affecting the said Company will greatly assist in the understanding of its affairs, and will therefore be very beneficial :

Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, further enacts as follows :

INTERPRETATION.

In this Act.

30. The following words and expressions in *this* Act shall have the meanings hereby assigned to them, unless there is something in the subject or context repugnant to such construction, that is to say : (31 V. Can. c. 68, s. 5, sub. 5.)

"The undertaking."

2. The expression "the undertaking" shall mean the Railway and works, of whatever description, by *this* Act authorized to be executed ; (31 V. Can. c. 68, s. 5, sub. 4.)

"The Lands."

3. The expression "the lands" shall mean the lands which by *this* Act are authorized to be taken or used for the purpose hereof ; (31 V. Can. c. 68, s. 5, sub. 3.)

4. The word "Lands" shall include all real estate, messuages, "Lands," lands, tenements and hereditaments of any tenure; (31 V. Can. c. 68, s. 5, sub. 6.)

5. The word "Lease" shall include any agreement for a lease; "Lease." (31 V. Can. c. 68, s. 5, sub. 7.)

6. The word "Toll" shall include any rate or charge or other "Toll." payment payable under *this* Act for any passenger, animal, carriage, goods, merchandise, matters or things conveyed on the Railway; (31 V. Can. c. 68, s. 5, sub. 8.)

7. The word "Goods" shall include things of every kind that "Goods." may be conveyed upon the Railway, or upon steam or other vessels connected therewith; (31 V. Can. c. 68, s. 5, sub. 9.)

8. The word "County" shall include any union of Counties, "County." County, Riding, or like division of a County in any Province; (31 V. Can. c. 68, s. 5, sub. 10.)

9. The word "Highways" shall mean all public roads, streets, "Highways." lanes and other public ways and communications; (31 V. Can. c. 68, s. 5, sub. 11.)

10. The word "Sheriff" shall include Under Sheriff, or other "Sheriff." legal competent Deputy; and where any matter in relation to any lands is required to be done by any Sheriff or Clerk of the Peace, the expression "the Sheriff," or the expression "Clerk of the Peace," shall in such case be construed to mean the Sheriff or Clerk of the Peace of the District, County, Riding, Division or place where such lands are situate; and if the lands in question, being the property of one and the same party, be situate not wholly in one District, County, Riding, Division or place, the same expression shall be construed to mean the Sheriff or Clerk of the Peace of any such District, County, Riding, Division or place where any part of such lands are situate; (31 V. Can. c. 68, s. 5, sub. 12.)

11. The word "Justice" shall mean a Justice of the Peace acting "Justice." for the District, County, Riding, Division, City or place where the matter requiring the cognizance of a Justice arises, and who is not interested in the matter; and where the matter arises in respect of lands being the property of one and the same party, situate not wholly in any one District, County, Riding, Division, City or place, the word "Justice" shall mean a Justice acting for the District, County, Riding, Division, City or place where any part of such lands are situate, and who is not interested in such matter; and where any matter is authorized or required to be done by two Justices, the expression "two Justices" shall be understood to mean two Justices assembled and acting together; (31 V. Can. c. 68, s. 5, sub. 13.) "Two Justices."

12. The word "owner," where, under the provisions of *this* Act, "Owner." any notice is required to be given to the owner of any lands, or where any act is authorized or required to be done with the consent of the owner, shall be understood to mean any Corporation or person who, under the provisions of *this* Act, would be enabled to sell and convey lands to the Company; (31 V. Can. c. 68, s. 5, sub. 14.)

"The Railway." 13. The expression "the Railway" shall mean the Railway and works by *this* Act authorized to be constructed. (31 V. Can. c. 68, s. 15, sub. 16.)

The said Acts repealed. 31. On and from the coming of this Act into operation, all the Acts of the Legislature of the former Province of Canada, and of the Parliament of Canada, and the Order in Council in this Act recited, shall stand repealed, and be of no further force or effect as to anything thereafter to be done; except only the declaration that the Northern Railway of Canada is a work for the general advantage of Canada; and except also such portions of the said Acts as authorized the construction and completion of the works in this Act mentioned, and which works have not been constructed or completed, and the time for the completion whereof has not expired before the passing of this Act: Provided, that every right acquired and every obligation or liability undertaken or incurred previous to the repeal hereby made shall be saved, nor shall such repeal affect the validity of anything done previous thereto, pursuant to any of the repealed enactments, Order in Council, or of anything of which the validity depends on its having been confirmed by any of the repealed enactments, or of any by-law of the Company, whether fixing any tariff of tolls or otherwise. (38 V. Can. c. 65, s. 24.)

Exception.

Exception.

Proviso:
Saving rights and liabilities existing.

Company to retain its corporate rights and name and property. 32. The Company shall continue to be a body corporate by the name of the Northern Railway Company of Canada, with perpetual succession and a common seal, and all other the usual powers and rights of bodies corporate, not inconsistent with this Act, and especially with the power of purchasing, holding, letting, and conveying real estate without incurring any penalty or forfeiture. (38 V. Can. c. 65, s. 25.)

Undertaking defined. 33. The undertaking of the Company shall consist of:

Main line. First. Its main line of railway, as the same now exists, or may be completed or extended within the meaning of the following words, that is to say, from some place in the City of Toronto to some place on the southerly shore of Lake Huron, touching at the town of Barrie, or at some point or place on the shore of Lake Simcoe; (38 V. Can. c. 65, s. 26, sub. 1.)

Barrie Branch. Second. Its Barrie branch railway, as the same now exists, or may be completed or extended to a place known, or known in the year one thousand eight hundred and sixty-three, as "McWatt's Wharf" in the Town of Barrie, including the requisite station ground and buildings at or near the said wharf, together with such borrowing pits as may be requisite, the whole as laid down on a diagram, filed in the year one thousand eight hundred and sixty-three, with the Secretary of the Railway Commissioners at Quebec, marked with the letter A, and signed by Frederick Cumberland and T. D. McConkey, or in substantial conformity with the said diagram; (38 V. Can. c. 65, s. 26, sub. 2.)

Third. All such extensions and branches as may be made by the Company within the meaning of the following words, that is to say: "It shall be lawful for the said Company to extend the line of their railway, or to branch from any point or place on the line thereof which has been or may be adopted by the Directors of the said Company, to such point or places lying between the easterly limit of the Georgian Bay and a point on the east main shore of Lake Huron, not further south than the southerly limit of the Township of Saugeen, as the Directors of the said Company may fix;" (38 V. Can. c. 65, s. 26, sub. 3.)

Extension and branches to Lake Huron and Georgian Bay.

Fourth. All such works as have been or may hereafter be constructed by the Company within the following authority (that is to say), to construct at or near the northern terminus of its railway on Lake Huron, and at or near any or every point at which its railway may touch on the said lake or any intervening bay between the easterly limit of the Georgian Bay and a point on the east main shore of Lake Huron not further south than the southerly limit of the Township of Saugeen, a harbour which shall be accessible to, and fit, safe and commodious for the reception of such description and burden of vessels as commonly navigate Lake Huron; and to erect such needful moles, piers, breakwaters, wharves, buildings, erections and constructions whatsoever as shall be necessary, useful and proper for the protection of every such harbour, and for the accommodation and convenience of vessels entering, lying, loading and unloading within the same, and to alter, amend, repair, enlarge, deepen and dredge the said harbour from time to time as may be found necessary or expedient, and to construct a dry dock or railway calculated for refitting and repairing all shipping, at every such harbour; (38 V. Can. c. 65, s. 26, sub. 4.)

Harbour and appurtenances at northern terminus.

Harbour works.

Fifth. All such works as have been or may hereafter be constructed by the Company within the following authority (that is to say), to construct one or more station or stations, depot or depots, wharves, warehouses and other buildings and works, at any one or more point or points, on the shores of the lakes, bays and navigable waters, at or near to any of the termini of, or stations on the Company's railways; (38 V. Can. c. 65 s. 26, sub. 5.)

Works on shores of waters near any terminus.

Sixth. After amalgamation with the Extension Company, all such works as have been or may hereafter be constructed within the meaning of the following words (that is to say): "The Company shall have full power and authority to lay out, construct, and continue to completion, a double or single iron or steel railway, from some point on the Northern Railway of Canada, within the County of Simcoe, connecting the waters of Lake Simcoe with those of Lakes Muskoka and Rousseau, through and within the Counties of Simcoe, Ontario and Victoria, or any of them, with branches and

Extension and branches to Lakes Muskoka and Rousseau, and to Meaford.

"extensions to the Georgian Bay; and also from some other point on the said Northern Railway, at or near the Town of Collingwood, in the County of Simcoe, to or near the Village of Meaford, in the County of Grey, with power to extend the same to Owen Sound, and with full authority to pass over any of the country lying between the points aforesaid, and to carry the said railway through the Crown lands lying between the points aforesaid. (35 V. Ont. c. 43, s. 3.)

Power to run
vessels on
Lake Simcoe.

34. The Company shall also have power to purchase, build, fit out, charter, sell, dispose of, work, control and keep in repair steam vessels on Lake Simcoe, to ply on that lake in connection with its railway, and all such steam vessels shall be deemed to belong to the undertaking of the Company, and also to make arrangements and agreements with the proprietors of steamboats or vessels on other lakes, by chartering or otherwise, to run vessels in connection with their said line of railway. (38 V. Can. c. 65, s. 27.)

POWERS.

Powers.

35. The Company shall have power and authority :

To receive
grants of
lands, &c.

1. To receive, hold and take all voluntary grants and donations of land or other property made to it, to aid in the construction, maintenance and accommodation of the Railway, but the same shall be held and used for the purpose of such grants or donations only; (31 V. Can. c. 68, s. 7, sub. 1.)

Purchase of
land :

2. To purchase, hold and take of any Corporation or person any land or other property necessary for the construction, maintenance, accommodation and use of the Railway, and also to alienate, sell or dispose of the same; (31 V. Can. c. 68, s. 7, sub. 2.)

Occupy public
lands, beaches,
&c., with con-
sent of the
Crown.

3. *The Company shall not take possession of, use or occupy any lands vested in Her Majesty, without the consent of the Governor in Council; but with such consent the Company may take and appropriate for the use of its railway and works, but not alienate, so much of the wild lands of the Crown lying on the route of the Railway, as have not been granted or sold, and as may be necessary for such Railway, as also so much of the public beach or of the land covered with the waters of any lake, river, stream or canal, or of their respective beds, as is necessary for making and completing and using its said Railway and works, subject, however, to the exceptions contained in the next following subsection; (31 V. Can. c. 68, s. 7, sub. 3.)*

As to lands
belonging to
Her Majesty,
&c.

4. Whenever it is necessary for the Company to occupy any part of the lands belonging to the Queen, reserved for Naval or Military purposes, it shall first apply for and obtain the license and consent of Her Majesty, under the Hand and Seal of the Governor, and having obtained such license and consent, it may at any time or times enter into and enjoy any of the said lands for the purposes of the Railway; but in the case of any such Naval or Military reserves, no such license or consent shall be given, except upon a Report first made thereupon by the Naval or Military authorities in which such lands

are for the time being vested, approving of such license and consent being so given; (31 V. Can. c. 68, s. 7, sub. 4.)

5. The Company shall have power and authority to make, carry or place the railway across or upon the lands of any Corporation or person on the line of the Railway, although through error or other cause, the name of such party has not been entered in the Book of Reference hereinafter mentioned, or although some other party has been erroneously mentioned as the owner of or entitled to convey, or is interested in such lands; (31 V. Can. c. 68, s. 7, sub. 5.)

Power to carry
Railway
across lands
of Corpora-
tions, and
others;

6. To construct, maintain and work the Railway across, along or upon any stream of water, water-course, canal, highway or railway which it intersects or touches; but the stream, water-course, highway, canal or railway so intersected or touched, shall be restored by the Company to its former state, or to such state as not to impair its usefulness; and the Company shall further have power to make use, for the purpose of its Railway, of the water of any stream or water-course, over or near which its Railway passes, doing, however, no unnecessary damage thereto, and not impairing the usefulness of such stream or water-course; (31 V. Can. c. 68, s. 7, sub. 6; 38 V. Can. c. 65, s. 28.)

And across or
along streams,
&c.

7. To make, complete, alter and keep in repair the Railway with one or more sets of rails or tracks to be worked by the force and power of steam, or of the atmosphere, or of animals, or by mechanical power, or by any combination of them; (31 V. Can. c. 68, s. 7, sub. 7.)

To complete
Railway with
one or more
tracks, &c.

8. To erect and maintain all necessary and convenient buildings, stations, depots, wharves and fixtures, and from time to time to alter, repair or enlarge the same, and to purchase and acquire stationary or locomotive engines and carriages, waggons, floats and other machinery necessary for the accommodation and use of the passengers, freight and business of the Railway; (31 V. Can. c. 68, s. 7, sub. 8.)

Erect neces-
sary buildings,
wharves, &c.

9. To make the branch Railways required and provided by this Act, and to manage the same, and for that purpose, to exercise all the powers, privileges and authorities necessary therefor, in as full and ample a manner as for the Railway; (31 V. Can. c. 68, s. 7, sub. 8.)

Branch Rail-
ways.

10. For the purpose of connecting any city, town, village, manufactory or manufactories, mine or mines, or any quarry or quarries of stone or slate, or any well or spring with the main line of the railway of the Company, or with any branch thereof, or with any Railway worked or leased by the Company; and for the purpose of giving increased facilities to business, or for the purpose of transporting the products of any such manufactory, mine, quarry, well or spring, it shall be lawful for the Company to build, make and construct and to work and use siding, switches, or branch lines of railway, not to exceed in any one case six miles in length: Provided always, that the Company shall not proceed to locate or build any branch line of more than one quarter of a mile in length, under this section of this Act, until public notice shall have been given for six

Power to
Company to
construct
branch
lines for cer-
tain purposes.

Provide;
notice to be
given.

Maps and plans to be deposited and approval of Governor in Council obtained.

Proviso; time for construction to be limited.

weeks in some paper published in the county or counties through or in which such branch line is to be made, that it is the intention of the Company to apply to the Governor in Council to sanction the building of such branch line, and to appropriate the necessary lands for that purpose, under the compulsory powers vested in them by *this Act*, nor unless the Company shall, prior to the first publication of such notice, have deposited in the Registry Office of any city, county or part of a county in which the line or any part thereof is to be constructed, the maps and plans indicating the location of the line, nor until the Company shall have submitted the same to and such maps and plans shall have been approved by, the Governor in Council, after the expiration of the notice; and provided further, that the order of the Governor in Council, approving the said maps and plans, shall limit the time, not exceeding two years from the date of such order, within which the Company may construct such branch line; (38 V. Can. c. 24, s. 1.)

Powers of the Company as to such branch lines.

11. For any and every such purpose *the Company* shall have and may exercise all the powers given *it* with respect to *its* main line by *this Act*; and each and all provisions of *this Act* which are applicable to such extension, shall extend and apply to every such siding switch or branch line of Railway; (38 V. Can. c. 24, s. 1.)

All other matters and things necessary for Railway.

12. To construct, and make all other matters and things necessary and convenient for the making, extending and using of the Railway, in pursuance of *this Act*; (31 V. Can. c. 68, s. 7, sub. 10.)

To convey persons and goods on Railway:

13. To take, transport, carry and convey persons and goods on the Railway, to regulate the time and manner in which the same shall be transported, and the tolls and compensation to be paid therefor, and to receive such tolls and compensation; (31 V. Can. c. 68, s. 7, sub. 11.)

To enter upon lands, &c.

14. To enter into and upon any lands of Her Majesty without previous license therefor, or into and upon the lands of any Corporation or person whatsoever lying in the intended route or line of the Railway; and to make surveys, examinations, or other necessary arrangements on such lands necessary for fixing the site of the Railway, and to set out and ascertain such parts of the lands as are necessary and proper for the Railway; (31 V. Can. c. 68, s. 7, sub. 13.)

To make surveys of lands.

To remove trees;

15. To fell or to remove any trees standing in any woods, lands or forests, where the Railway passes, to the distance of six rods from either side thereof; (31 V. Can. c. 68, s. 7, sub. 14.)

To cross or unite with other Railways.

16. To cross, intersect, join and unite the Railway with any other Railway at any point on its route, and upon the lands of such other Railway, with the necessary conveniences for the purposes of such connection; and the owners of both Railways may unite in forming such intersection, and grant the facilities therefor; and in case of disagreement upon the amount of compensation to be made therefor, or upon the point or manner of such crossing and connection, the same shall be determined by Arbitrators to be appointed by a Judge of one of the Superior Courts in the Province in which the point of junction or intersection is situated; (31 V. Can. c. 68, s. 7, sub. 15.)

17. But the Company shall not avail itself of any of the powers contained in the next preceding sub-section without application to the Railway Committee, constituted by the twenty-third section of "The Railway Act, 1868," (a) for approval, of the mode of crossing, union or intersection proposed; of which application, notice in writing shall be given to any other Railway affected, by sending the same by mail or otherwise, to the address of the President, Superintendent, Managing Director or Secretary of any such Railway Company, and when such approval has been obtained, it shall be lawful for either Railway, in case of disagreement as to the amount to be paid for compensation, to proceed for the determination of such compensation as provided in the said sub-section; (31 V. Can. c. 68, s. 7. sub. 16).

But not without application to the Railway Committee

18. The Company may construct a branch or branches not exceeding six miles in length from any terminus or station of its Railway, whenever a By-law sanctioning the same has been passed by the Municipal Council of the Municipality within the limits of which such proposed branch is situate, and no such branch shall, as to the quality and construction of the road, be subject to any of the restrictions contained in this Act, nor shall anything in either of the said Acts authorize the Company to take for such branch any lands belonging to any party without the consent of such party first obtained; (31 V. Can. c. 68, s. 7, sub. 17.)

The Company may construct branch Railways on certain conditions.

19. If the Company desires at any time to change the location of its line of Railway in any particular part for the purpose of lessening a curve, reducing a gradient, or otherwise benefiting such line of Railway, or for any other purpose of public advantage, it may make such change; and all and every the clauses of this Act shall refer as fully to the part of such line of Railway so at any time changed or proposed to be changed as to the original line; but the Company shall not have any right to extend its line of Railway beyond the termini mentioned in this Act. (31 V. Can. c. 68, s. 7, sub. 18.)

Changes may be made in the line of Railway at any time for certain purposes.

PLANS AND SURVEYS.

36. Plans and Surveys shall be made and corrected as follows: Provisions respecting surveys and levels.

1. Surveys and levels shall be taken and made of the lands through which the Railway is to pass, together with a Map or Plan thereof, and of its course and direction, and of the lands intended to be passed over and taken therefor, so far as then ascertained, and also a Book of Reference for the Railway, in which shall be set forth—

Map and Book of Reference; contents.

- a. A general description of the said lands;
- b. The names of the owners and occupiers thereof, so far as they can be ascertained; and,
- c. Everything necessary for the right understanding of such Map or Plan; (31 V. Can. c. 68, s. 8, sub. 1.)

2. The Map or Plan and Book of Reference shall be examined and certified by the Minister of Public Works or his Deputy, and a duplicate deposited.

To be examined, certified and copies deposited.

(a) Incorporated in this Act as section 95.

plicate thereof, so examined and certified, shall be deposited in the office of the Department of Public Works, and the Company shall be bound to furnish copies of such Map or Plan and Book of Reference or of such parts thereof as relate to each District or County through which the Railway is to pass, to be deposited in the offices of the Clerks of the Peace for such Districts or Counties respectively ; (31 V. Can. c. 68, s. 8, sub. 2.)

Access to
copies.

3. Any person may resort to such copies, and make extracts or copies thereof, as occasion requires, paying to the Clerks of the Peace at the rate of ten cents for every hundred words ; (31 V. Can. c. 68, s. 8, sub. 3.)

Certified cop-
ies to be evi-
dence.

4. Such Map or Plan and Book of Reference so certified, or a true copy thereof certified by the Minister of Public Works, or by the Clerks of the Peace, shall be good evidence in any Court of Law and elsewhere ; (31 V. Can. c. 68, s. 8, sub. 4.)

Omissions or
errors, how
remedied.

5. Any omission, misstatement or erroneous description of such lands, or of the owners or occupiers thereof, in any Map or Plan or Book of Reference, may, after giving ten days' notice to the owners of such lands, be corrected by two Justices on application made to them for that purpose, and if it appears to them that such omission, misstatement or erroneous description arose from mistake, the Justices shall certify the same accordingly ; (31 V. Can. c. 68, s. 8, sub. 5.)

Certificate re-
lating thereto.

6. The certificate shall state the particulars of any such omission, and the manner thereof, and shall be deposited with the Clerks of the Peace of the Districts or Counties respectively in which such lands are situate, and be kept by them along with the other documents to which they relate ; and thereupon such Map or Plan or Book of Reference shall be deemed to be corrected according to such certificate ; and the Company may make the Railway in accordance with the certificate ; (31 V. Can. c. 68, s. 8, sub. 6.)

Alterations
from original
survey.

7. If any alterations from the original Plan or Survey are intended to be made in the line or course of the Railway, a Plan and Section of such alterations as have been approved of by Parliament, on the same scale and containing the same particulars as the original Plan and Survey, shall be deposited in the same manner as the original Plan, and copies or extracts of such Plan and Section so far as they relate to the several Districts or Counties in or through which such alterations have been authorized to be made, shall be deposited with the Clerks of the Peace of such Districts and Counties ; (31 V. Can. c. 68, s. 8, sub. 7.)

Railway not
to be pro-
ceeded with
until map, &c.,
deposited.

8. Until such original Map or Plan or Book of Reference, or the Plans and Sections of the alterations, have been so deposited, the execution of the Railway, or of the part thereof affected by the alterations, as the case may be, shall not be proceeded with ; (31 V. Can. c. 68, s. 8, sub. 8.)

Clerks of the
Peace to re-
tain copies of
original plan,
&c.

9. The Clerks of the Peace shall receive and retain the copies of the original Plans and Surveys, and copies of the Plans and Sections of alterations, and copies and extracts thereof respectively, and shall permit all persons interested to inspect any of the documents afore-

said, and to make copies and extracts of and from the same, under a penalty for each default of four dollars; (31 V. Can. c. 68, s. 8, sub. 9.)

10. The copies of the Maps, Plans and Books of Reference, or of any alteration or correction thereof, or extracts therefrom, certified by the Clerk of the Peace, shall be received in all Courts of Justice or elsewhere as good evidence of the contents thereof, and the Clerk of the Peace shall give such certificate to all parties interested when required; (31 V. Can. c. 68, s. 8, sub. 10.)

11. No deviation of more than one mile from the line of the Railway or from the places assigned thereto in the said Map or Plan and Book of Reference, or Plans or Sections, shall be made into, through, across, under or over any part of the lands not shewn in such Map or Plan and Book of Reference, or Plans or Sections, or within one mile of the said line and place, save in such instances as are provided for in *this Act*; (31 V. Can. c. 68, s. 8, sub. 11.)

12. The Railway may be carried across or upon the lands of any person on the line, or within the distance from such line as aforesaid, although the name of such person has not been entered in the Book of Reference through error or any other cause, or though some other person is erroneously mentioned as the owner of or entitled to convey, or is interested in such lands; (31 V. Can. c. 68, s. 8, sub. 12.)

13. A Map and Profile of the completed Railway and of the land taken or obtained for the use thereof, shall, within six months after completion of the undertaking, be made and filed in the office of the Minister of Public Works, and like Maps of the parts thereof, located in different Districts and Counties, shall be filed in the Registry Offices for the Districts and Counties in which such parts are respectively situate; and if the Company fails or neglects to furnish such Map within the said period, it shall incur a penalty of two hundred dollars, and a like penalty for each and every month such failure or neglect shall continue, recoverable in Her Majesty's name in any Court of competent jurisdiction; (31 V. Can. c. 68, s. 8, sub. 13.)

14. Every such Map shall be drawn on such a scale, and on such paper, as may from time to time be designated for that purpose by the Minister of Public Works, and shall be certified and signed by the President or Engineer of the Corporation. (31 V. Can. c. 68, s. 8, sub. 14.)

LANDS AND THEIR VALUATION.

37. The lands which may be taken without the consent of the proprietor thereof, shall not exceed thirty-three yards in breadth, except in places where the Railway is raised more than five feet higher, or cut more than five feet deeper than the surface of the line, or where offsets are established, or where stations, depots or fixtures are intended to be erected, or goods to be delivered, and then not more than two hundred and fifty yards in length by one hundred and fifty yards in breadth, without the consent of the person authorized to convey such lands; and the places at which such extra breadth is to be taken shall be shewn on the Map or Plan, or Plans

Copies or extracts.

Copies certified by Clerk to be good evidence in Courts.

Line not to deviate more than a mile from Plan.

As to errors in the name of a person entered in a Book of Reference.

Map, &c., of Railway to be filed in the Board of Works Office.

On what scale and paper to be drawn.

Extent of lands to be taken without consent of proprietor.

Extra breadth for depots.

or Sections, so far as the same may be then ascertained, but their not being so shewn shall not prevent such extra breadth from being taken, provided it be taken upon the line shewn or within the distance aforesaid from such line; (31 V. Can. c. 68, s. 9, sub. 1.)

Extent of
public beach
to be taken.

2. The extent of the public beach, or of the land covered with the waters of any river or lake in Canada, taken for the Railway, shall not exceed the quantity limited in the next preceding sub-section; (31 V. Can. c. 68, s. 9, sub. 2.)

Corporations,
&c., may con-
vey lands to
Company.

3. All Corporations and persons whatever, tenants in tail or for life, *grevés de substitution*, guardians, curators, executors, administrators, and all other trustees whatsoever, not only for and on behalf of themselves, their heirs and successors, but also for and on behalf of those whom they represent, whether infants, issue unborn, lunatics, idiots, *femes covert*, or other persons, seized, possessed of, or interested in any lands, may contract, sell or convey unto the Company all or any part thereof; (31 V. Can. c. 68, s. 9, sub. 3.)

Limitation of
powers in cer-
tain cases.

4. But the powers by the next preceding sub-section conferred upon Rectors in possession of Glebe lands in the Province of Ontario, Ecclesiastical and other Corporations, Trustees of Land for Church and School purposes, or either, Executors appointed by Wills in which they are not invested with any power over the real estate of the Testator, Administrators of persons dying intestate, but at their death seized of real estate, shall only extend and be exercised with respect to any of such lands actually required for the use and occupation of any Railway Company; (31 V. Can. c. 68, s. 9, sub. 4.)

Effect of sale
under preced-
ing sub-sec-
tion.

5. Any contract, agreement, sale, conveyance and assurance so made under the two preceding sub-sections, shall be valid and effectual in law to all intents and purposes whatsoever, and shall vest in the Company, the fee simple in the lands in such deed described, freed and discharged from all trusts, restrictions and limitations whatsoever; and the Corporation or person so conveying is hereby indemnified for what it or he respectively does by virtue of or in pursuance of this Act; (31 V. Can. c. 68, s. 9, sub. 5.)

Disposition of
purchase
money.

6. The Company shall not be responsible for the disposition of any purchase money for lands taken by them for their purposes, if paid to the owner of the land, or into Court for his benefit, as hereinafter provided; (31 V. Can. c. 68, s. 9, sub. 6.)

Effect of con-
tracts made
before deposi-
tion of map.

7. Any contract or agreement made by any party authorized by this Act to convey lands, made before the deposit of the Map or Plan and Book of Reference, and before the setting out and ascertaining of the lands required for the Railway, shall be binding at the price agreed upon for the same lands, if they are afterwards so set out and ascertained within one year from the date of the contract or agreement, and although such land may, in the meantime, have become the property of a third party; and possession of the land may be taken and the agreement and price may be dealt with, as if such price had been fixed by an award of Arbitrators as hereinafter provided, and the agreement shall be in the place of an award; (31 V. Can. c. 68, s. 9, sub. 7.)

8. All Corporations or persons who cannot in common course of law sell or alienate any lands so set out and ascertained, shall agree upon a fixed annual rent as an equivalent, and not upon a principal sum, to be paid for the lands; and if the amount of the rent is not fixed by voluntary agreement or compromise, it shall be fixed and all proceedings shall be regulated in the manner herein prescribed; and for the payment of the said annual rent, and every other annual rent agreed upon or ascertained, and to be paid for the purchase of any lands, or for any part of the purchase money of any lands, which the vendor agrees to leave unpaid, the Railway and the tolls thereon shall be liable and chargeable in preference to all other claims and demands thereon whatsoever, the deed creating such charge and liability being duly registered in the Registry Office of the proper District, County or Registration Division; (31 V. Can. c. 68, s. 9, sub. 8.)

9. Whenever there is more than one party proprietor of any land as joint tenant or tenants in common, or *per indivis*, any contract or agreement made in good faith with any party or parties proprietor or being together proprietors of one-third or more of such land, as to the amount of compensation for the same or for any damages thereto, shall be binding as between the remaining proprietor or proprietors as joint tenants or tenants in common and *par indivis*; and the proprietor or proprietors who have so agreed, may deliver possession of such land, or empower the entry upon the same, as the case may be; (31 V. Can. c. 68, s. 9, sub. 9.)

10. After one month from the deposit of the Map or Plan and Book of Reference, and from notice thereof in at least one newspaper, if there be any, published in each of the Districts and Counties through which the Railway is intended to pass, application may be made to the owners of lands or to parties empowered to convey lands, or interested in lands which may suffer damage from the taking of materials or the exercise of any of the powers granted for the Railway, and thereupon agreements and contracts may be made with such parties touching the said lands or the compensation to be paid for the same, or for the damages, or as to the mode in which such compensation shall be ascertained, as may seem expedient to both parties, and in case of disagreement between them, or any of them, then all questions which arise between them shall be settled as follows, that is to say: (31 V. Can. c. 68, s. 9, sub. 10.)

11. The deposit of a Map or Plan and Book of Reference, and the notice of such deposit, shall be deemed a general notice to all the parties, of the lands which will be required for the Railway and works; (31 V. Can. c. 68, s. 9, sub. 11.)

12. The notice served upon the party shall contain:

a. A description of the lands to be taken, or of the powers intended to be exercised with regard to any lands, describing them;

b. A declaration of readiness to pay some certain sum or rent, as the case may be, as compensation for such lands or for such damages; and,

Corporations who cannot sell may agree upon a fixed rent.

As to proprietors *par indivis*.

After one month's notice of deposit of map, &c., application to the owner of lands.

Deposit of plan, &c., to be general notice.

Notice to opposite party: and what it must contain.

c. The name of a person to be appointed as the Arbitrator of the Company, if their offer be not accepted; and such notice shall be accompanied by the certificate of a sworn Surveyor for the Province in which the lands are situated, disinterested in the matter, and not being the Arbitrator named in the notice:

a. That the land, if the notice relate to the taking of land, shewn on the said Map or Plan, is required for the Railway, or is within the limits of deviation hereby allowed;

b. That he knows the land, or the amount of damage likely to arise from the exercise of the powers; and

c. That the sum so offered is, in his opinion, a fair compensation for the land, and for the damages as aforesaid; (31 V. Can. c. 68, s. 9. sub. 12).

If the opposite party be absent or unknown: application to a Judge.

13. If the opposite party is absent from the District or County in which the lands lie, or is unknown, then, upon application to the Judge of the County Court for the County, accompanied by such certificate as aforesaid, and by an affidavit, of some officer of the Company that the opposite party is so absent, or that, after diligent enquiry, the party on whom the notice ought to be served cannot be ascertained, the Judge shall order a notice as aforesaid, but without a certificate, to be inserted three times in the course of one month in some newspaper published in the District or County; or if there be no newspaper published therein, then in a newspaper published in some adjacent District or County; (31 V. Can. c. 68, s. 9, sub. 13.)

If County Judge be interested.

14. Whenever any County Judge is interested in any lands taken or required by the Company within the County in which he is such Judge, any Judge of any of the Superior Courts in the Province in which the lands are, shall, on the application of the Company, exercise in such case all the powers given by this section to the County Judge in cases in which he is not interested; (31 V. Can. c. 68, s. 9, sub. 14.)

Party not accepting the Company's offer and not appointing an Arbitrator.

15. If within ten days after the service of such notice, or within one month after the first publication thereof, the opposite party does not notify to the Company his acceptance of the sum offered by them, or notify to them the name of a person whom he appoints as Arbitrator, then the Judge shall, on the application of the Company, appoint a sworn Surveyor, for the Province, as the case may be, to be sole Arbitrator for determining the compensation to be paid as aforesaid; (31 V. Can. c. 68, s. 9, sub. 15.)

Appointment of Arbitrators by opposite party: third Arbitrator.

16. If the opposite party, within the time aforesaid, notifies to the Company the name of his Arbitrator, then the two Arbitrators shall jointly appoint a third, or if they cannot agree upon a third, then the Minister of Public Works shall, on the application of the party or of the Company (previous notice of at least two clear days having been given to the other party), appoint one of the Official Arbitrators to be a third Arbitrator; (31 V. Can. c. 68, s. 9, sub. 16.)

Duties of Arbitrators.

17. The Arbitrators or two of them, or the sole Arbitrator, being sworn before some Justice of the Peace for the District or County in which the lands lie, faithfully and impartially to perform the duties of

their office, shall proceed to ascertain the said compensation in such way as they or he, or a majority of them, deem best, and the award of such Arbitrators, or any two of them, or of the sole Arbitrator, shall be final and conclusive; but no such award shall be made or any official act be done by such majority, except at a meeting held at a time and place of which the other Arbitrator has had at least two clear days' notice, or to which some meeting at which the third Arbitrator was present, had been adjourned; and no notice to either of the parties shall be necessary, but each party shall be held sufficiently notified through the Arbitrator appointed by him, or whose appointment he required; (31 V. Can., c. 68, s. 9, sub. 17.)

Award of two to be sufficient.

18. The Arbitrators, in deciding on such value or compensation, are authorized and required to take into consideration the increased value that would be given to any lands or grounds through or over which the railway will pass by reason of the passage of the railway through or over the same, or by reason of the construction of the railway, and to set off the increased value that will attach to the said lands or grounds, against the inconvenience, loss or damage that might be suffered or sustained by reason of the Company taking possession of or using the said lands or grounds as aforesaid; (31 V. Can. c. 68, s. 9, sub. 18.)

Arbitrators to consider increased value of remaining lands.

19. If in any case where three Arbitrators have been appointed, the sum awarded is not greater than that offered, the cost of the arbitration shall be borne by the opposite party, and be deducted from the compensation; but if otherwise, they shall be borne by the Company, and in either case they may, if not agreed upon, be taxed by the Judge; (31 V. Can. c. 68, s. 9, sub. 19.)

Costs, how paid.

20. The Arbitrators, or a majority of them, or the sole Arbitrator, may examine on oath or solemn affirmation the parties, or such witnesses as voluntarily appear before them or him, and may administer such oath or affirmation; and any wilfully false statement made by any witness, under such oath or affirmation, shall be deemed wilful and corrupt perjury, and punishable accordingly; (31 V. Can. c. 68, s. 9, sub. 20.)

Arbitrators may examine on oath.

21. Any party to an arbitration under *this* Act, may, without leave or order, obtain and issue out of any one of the Superior Courts, upon præcipe, setting forth the names of the witnesses to be subpoenaed, the names of the Arbitrators and the place and time of meeting, a subpoena commanding the attendance for examination of any witness, and also the production of any document to or before the Arbitrator or Arbitrators, and at the time and place mentioned in such subpoena; and the disobedience of such subpoena shall be deemed a contempt of Court, and shall be punishable in the same manner and to the like extent as in the case of subpoenas issued out of such Court in a civil case; (38 V. Ont. c. 15, s. 1.)

Parties to Railway Arbitrations may obtain subpoenas.

Disobedience thereto to be deemed contempt of Court.

22. The same fee shall be payable for such subpoenas as in the case of subpoenas issued out of such Superior Court in civil cases, and the witness shall be entitled to the like conduct money; (38 V. Ont. c. 15, s. 2.)

Fees and conduct money.

Depositions to be in writing and filed with Clerk of Records and Writs, with exhibits, &c.

23. The depositions of witnesses examined before such Arbitrators shall be taken down in writing, and shall forthwith after the making of their award, together with the exhibits referred to therein, and all other papers connected with the reference except the award, be delivered or by registered letter transmitted by the Arbitrators to the Clerk of Records and Writs of the Court of Chancery, with appropriate stamps, and shall be filed by such Clerk with the Records of the Court; (38 V. Ont. c. 15, s. 3.)

Parties to Arbitration may appeal to Judges of Superior Courts.

24. Any party to such arbitration may, within one month after receiving a written notice from one of the Arbitrators of the making of the award, appeal therefrom upon any question of law or fact to a Judge of any of the Superior Courts of Law or Equity, and upon the hearing of such appeal, such Judge shall, if the same be a question of fact, decide the same upon the evidence as in a case of original jurisdiction; (38 V. Ont. c. 15, s. 4.)

Practice and proceedings upon appeal.

25. Upon any such appeal the practice and proceedings shall be, as near as may be, the same as upon an appeal from a decision of the Judge of the County Court in Insolvency; (38 V. Ont. c. 15, s. 5.)

Existing practice continued.

26. The right of appeal hereby given shall not affect the existing law or practice as to setting aside awards; (38 V. Ont. c. 15, s. 6.)

Time within which award may be made.

27. A majority of the Arbitrators at the first meeting after their appointment, or the sole arbitrator, shall fix a day on or before which the award shall be made, and if the same is not made on or before such day or some other day to which the time for making it has been prolonged, either by the consent of the parties or by resolution of the Arbitrators, then, the sum offered by the company as aforesaid, shall be the compensation to be paid by them; (31 V. Can., c. 68 s. 9, sub. 21.)

Arbitrator dying &c.

28. If the sole Arbitrator appointed by the Judge, or the Official Arbitrator appointed by the Minister of Public Works, or any Arbitrator appointed by the parties, dies before the award has been made, or is disqualified, or refuses or fails to act within a reasonable time, then, in the case of the sole Arbitrator, the Judge, upon the application of either party, and in the case of the Official Arbitrator, the Minister of Public Works, upon a like application, the Judge or Minister being satisfied by affidavit or otherwise of such death, disqualification, refusal or failure, may appoint another Arbitrator in his place, and in the case of any Arbitrator appointed by the parties the Company and party respectively may each appoint an Arbitrator in the place of his Arbitrator so deceased or not acting, but no recommencement or repetition of prior proceedings shall be required in any case; (31 V. Can. c. 68, s. 9, sub. 22.)

Company may desist paying costs.

29. Any such notice for lands, as aforesaid, may be desisted from, and new notice given, with regard to the same or other lands, to the same or any other party, but in any such case, the liability to the party first notified for all damages or costs by him incurred in consequence of such first notice and desistment, shall subsist; (31 V. Can. c. 68, s. 9, sub. 23.)

30. The Surveyor or other person offered or appointed as Valuator or as sole Arbitrator, shall not be disqualified by reason that he is professionally employed by either party, or that he has previously expressed an opinion as to the amount of compensation, or that he is related or of kin to any member of the Company, provided he is not himself personally interested in the amount of the compensation; and no cause of disqualification shall be urged against any Arbitrator appointed by the Judge, after his appointment, but the objection must be made before the appointment, and its validity or invalidity shall be summarily determined by the Judge; (31 V. Can. c. 68, s. 9, sub. 24.)

Surveyor or Arbitrator not disqualified unless personally interested. When disqualification must be urged.

31. No cause of disqualification shall be urged against any Arbitrator appointed by the Company or by the opposite party after the appointment of a third Arbitrator; and the validity or invalidity of any cause of disqualification urged against any such Arbitrator before the appointment of a third Arbitrator, shall be summarily determined by the Judge, on the application of either party, after two clear days' notice to the other, and if the cause is determined to be valid, the appointment shall be null, and the party offering the person so adjudged to be disqualified shall be held not to have appointed an Arbitrator; (31 V. Can. c. 68, s. 9, sub. 25.)

No objection admissible after a third Arbitrator has been appointed

32. No award shall be invalidated from any want of form or other technical objection, if the requirements of this Act have been complied with, and if the award state clearly the sum awarded, and the lands or other property, right or thing for which such sum is to be the compensation; nor shall it be necessary that the party or parties to whom the sum is to be paid be named in the award; (31 V. Can. c. 68, s. 9, sub. 26.)

Awards not avoided for want of form.

33. Upon payment or legal tender of the compensation or annual rent so awarded or agreed upon to the party entitled to receive the same, or upon the deposit of the amount of such compensation in the manner hereinafter mentioned, the award or agreement shall vest in the Company the power forthwith to take possession of the lands, or to exercise the right, or to do the thing for which such compensation or annual rent has been awarded or agreed upon; and if any resistance or forcible opposition be made by any person to their so doing, the Judge may, on proof to his satisfaction of such award or agreement, issue his warrant to the Sheriff of the District or County, or to a Bailiff, as he may deem most suitable, to put the Company in possession, and to put down such resistance or opposition, which the Sheriff or Bailiff, taking with him sufficient assistance, shall accordingly do (31 V. Can. c. 68, s. 9, sub. 27.)

Possession may be taken on payment or tender, &c., of sum awarded.

Warrant of possession.

34. (a) Such Warrant may also be granted by any such Judge, without such award or agreement, on affidavit to his satisfaction that the immediate possession of the lands, or of the power to do the thing mentioned in the notice, is necessary to carry on some part of the Railway with which the Company are ready forthwith to proceed; and upon the Company giving security to his satisfaction, and in a sum which shall not be less than double the amount mentioned in the notice, to pay or deposit the compensation to be awarded within one month after the making of the award, with interest from the time at

When warrant of possession may issue before award.

Security being first given to deposit compensation.

(a) This and the following sub-section must be read together.

which possession is given, and with such costs as may be lawfully payable by the Company ; (31 V. Can. c. 68, s. 9, sub. 28.)

On what conditions only a Judge shall grant a warrant under the last preceding sub-section.

35. No Judge shall grant any warrant under the preceding sub-section unless ten days' previous notice of the time and place, when and where application for its granting will be made to him has been served upon the owner of the land, or the party empowered to convey the land, or interested in the land sought to be taken, or which may suffer damage from the taking of materials sought to be taken, or the exercise of the powers sought to be exercised, or the doing of the thing sought to be done by the Company ; nor shall any Judge grant any such warrant except upon the Company giving security to his satisfaction and in a sum larger than his estimate of the probable compensation, and not less than double the amount mentioned in the notice served under sub-section twelve of this section ; and the cost of the application to and of any hearing before the Judge shall be borne by the Company, unless the compensation awarded shall be less than they had declared their readiness to pay ; (38 V. Can. c. 24, s. 3.)

When compensation to stand in the place of the land.

36. The compensation for any lands which might be taken without the consent of the proprietor shall stand in the stead of such lands ; and any claim to or incumbrance upon the said lands, or any portion thereof, shall, as against the Company, be converted into claim to the compensation, or to a like proportion thereof, and they shall be responsible accordingly whenever they have paid such compensation or any part thereof to a party not entitled to receive the same, saving always their recourse against such party ; (31 V. Can. c. 68, s. 9, sub. 29.)

As to incumbrances, &c., upon lands, &c., purchased or taken.

37. If the Company has reason to fear any claims or incumbrances, or if any party to whom the compensation or annual rent, or any part thereof is payable, refuses to execute the proper conveyance and guarantee, or if the party entitled to claim the same cannot be found, or is unknown to the Company, or if for any other reason the Company deems it advisable, the Company may pay such compensation into the office of one of the Superior Courts with the interest thereon for six months, and may deliver to the Clerk of the Court an authentic copy of the conveyance, or of the award or agreement if there be no conveyance, and such award or agreement shall thereafter be deemed to be the title of the Company to the land therein mentioned ; (31 V. Can. c. 68, s. 9, sub. 30.)

What notice to be published.

38. A notice, in such form and for such time as the Court appoints, shall be inserted in some newspaper, if there be any, published in the District or County in which the lands are situate, and at the Seat of Government of the Province, which shall state that the title of the Company, that is, the conveyance, agreement or award, is under this Act, and shall call upon all persons entitled to the land or to any part thereof, or representing or being the husbands of any parties so entitled, to file their claims to the compensation, or any part thereof, and all such claims shall be received and adjudged upon by the Court, and the said proceedings shall for ever bar all claims to the lands, or any part thereof, including dower, as well as all mortgages or incumbrances upon the same ; and the Court shall make such order for the distribution, payment or investment of the compensation, and for the securing of the rights of all parties

interested, as to right and justice, and according to the provisions of *this* Act and to law, appertain; (31 V. Can. c. 68, s. 9, sub. 31.)

39. The costs of the proceedings, or any part thereof, shall be paid ^{By whom costs} by the Company, or by any other party as the Court may order; (31 ^{to be paid.} V. Can. c. 68, s. 9, sub. 32.)

40. If such order of distribution be obtained in less than six months from the payment of the compensation into Court, the Court shall direct a proportionate part of the interest to be returned to the Company, and if from any error, fault or neglect of the Company it is not obtained until after the six months have expired, the Court shall order the Company to pay to the proper claimants the interest for such further period as may be right; (31 V. Can. c. 68, s. 9, sub. 33.) ^{When interest to be returned to or paid by the Company.}

41. If the Railway passes through any land belonging to or in possession of any Tribe of Indians in Canada, or if any act occasioning damage to their lands be done under the authority of *this* Act, compensation shall be made to them therefor, in the same manner as is provided with respect to the lands or rights of other individuals; and whenever it is necessary that Arbitrators should be chosen by the parties, the Secretary of State is hereby authorized and required to name an Arbitrator on behalf of the Indians, and where the lands belong to the Indians, the amount awarded in any case shall be paid to the said Secretary of State, for the use of such Tribe or Body; (31 V. Can. c. 68, s. 9, sub. 37.) ^{The case of Railway passing through Indian lands provided for.}

42. Whenever the Company requires at any station or place on the line of its Railway more ample space for the convenient accommodation of the public and of the traffic on the Railway, than it then possesses, or can take without the consent of the proprietors thereof, the Company may cause a plan to be made of the additional ground required at such station or place for the purposes aforesaid, not being in actual use for similar purposes by any other Railway Company (and for the purpose of making such plan shall have the powers granted to the Company for making surveys by the thirty-sixth section of *this* Act, and may transmit such plan to the Minister of Public Works, with an application supported by affidavit), on behalf of the Company, referring to such plan and stating that certain ground shown thereon is necessary for the purposes aforesaid, and that no other ground suitable for the purpose can be acquired at such place on reasonable terms and with less injury to private rights, and requesting the Minister to authorize the taking thereof for such purposes under *this* Act, of which application ten days' notice shall be given to the owner or possessor of such property, and the correctness of the plan and the truth of the allegations in such application shall be certified by the President or one of the Directors of the Company, and by their Engineer, and such plan and statement shall be made and transmitted to the Minister in duplicate; (34 V. Can. c. 43, s. 1.) ^{Proceeding when more space is required for the accommodation of the traffic at any station or place.}

43. The Minister of Public Works shall inquire into the correctness of the plan and the truth of the allegations of the application aforesaid, and being satisfied thereof, shall grant a certificate to that ^{Certificate of Commissioner of Public Works required.}

effect, and declaring it to be necessary in the public interest that the ground shown on such plan, or any less quantity, should be acquired by the Company; and such certificate shall be annexed to one of the duplicates of the said plan and statement, and the other duplicate shall remain in the office of the Minister; (34 V. Can. c. 43, s. 2.)

Effect of such certificate and application of certain provisions of this Act to the land certified as necessary.

44. Upon the granting of such certificate as aforesaid, by the Minister of Public Works, and by virtue thereof, the Company shall have power to take the ground shown on the said plan as required for the purposes aforesaid, without the consent of the proprietors, and the Company, and all corporations or parties who could not otherwise convey the same to the Company, shall have, with respect to any such ground, all the powers granted by the *thirty-seventh section of this Act to the Company*, corporations, and parties who could not otherwise convey the same, with respect to lands which may be taken without the consent of the proprietors thereof; and the enactments and provisions of the said section, except such as refer to the map or plan and book of reference therein mentioned, or as limit the extent of land to be taken, shall apply and are hereby extended to the ground mentioned in the said certificate of the Minister of Public Works, and to all the proceedings connected with or consequent upon the acquiring or taking of such ground or any part thereof, with or without the consent of the proprietor; and if at any time thereafter the Company shall not require the whole or any portion of the land acquired under *this provision* for Railway purposes, then such land as is not so required shall be sold by auction after thirty days' notice thereof in any local newspaper; (34 V. Can. c. 43, s. 3.)

Proof of certificate.

45. Any such certificate as aforesaid, purporting to be signed by the Minister of Public Works, shall be received as authentic in all Courts of Law or Equity, without proof of such signature or other evidence unless its authenticity be called in question on behalf of the Crown; (34 V. Can. c. 43, s. 4.)

HIGHWAYS AND BRIDGES.

Railway not to be carried along any highway without leave from municipal authorities.

36. The Railway shall not be carried along an existing highway, but merely cross the same in the line of the Railway, unless leave has been obtained from the proper Municipal or local authority therefor; and no obstruction of such highway with the works shall be made without turning the highway so as to leave an open and good passage for carriages, and, on completion of the works, replacing the highway, under a penalty of not less than forty dollars for any contravention; but, in either case, the rail itself, provided it does not rise above nor sink below the surface of the road more than one inch, shall not be deemed an obstruction; (31 V. Can. c. 68, s. 10, sub. 1.)

Railway not to rise more than one inch above level of any highway when crossing the same.

2. No part of the Railway which crosses any highway without being carried over by a bridge, or under by a tunnel, shall rise above or sink below the level of the highway more than one inch; and the Railway may be carried across or above any highway within the limits aforesaid; (31 V. Can. c. 68, s. 10, sub. 2.)

3. The span of the arch of any bridge erected for carrying the ^{Height and span of bridge over high-ways.} Railway over or across any highway shall at all times be, and be continued of the open and clear breadth and space, under such arch, of not less than twenty feet, and of a height from the surface of such highway to the centre of such arch of not less than twelve feet; and the descent under any such bridge shall not exceed one foot in twenty feet; (31 V. Can. c. 68, s. 10, sub. 3.)

4. The ascent of all bridges erected to carry any highway over the ^{Ascent of bridge.} Railway shall not be more than one foot in twenty feet increase over the natural ascent of the highway; and a good and sufficient fence shall be made on each side of every bridge, which fence shall not be less than four feet above the surface of the bridge; (31 V. Can. c. 68, s. 10, sub. 4.)

5. Signboards stretching across or projecting over the highway ^{Precautions when Railway crosses a highway.} crossed at a level by the Railway, shall be erected and kept up at each crossing at such height as to leave sixteen feet from the highway to the lower edge of the signboard, and having the words "Railway Crossing" painted on each side of the signboard, in letters not less than six inches in length; and for any neglect to comply with the requirements of this sub-section, a penalty not exceeding forty dollars shall be incurred. (31 V. Can. c. 68, s. 10, sub. 5.)

FENCES.

39. Within six months after any lands have been taken for the ^{Fences to be erected on each side of Railway, with gates and crossings.} use of the Railway, the Company shall, if thereunto required by the proprietors of the adjoining lands, at their own costs and charges, erect and maintain on each side of the Railway, fences of the height and strength of an ordinary division fence, with sliding gates, commonly called hurdle gates, with proper fastenings, at farm crossings of the road, for the use of the proprietors of the lands adjoining the Railway; and also cattle-guards at all road crossings, suitable and sufficient to prevent cattle and animals from getting on the Railway; (31 V. Can. c. 68, s. 11, sub. 1.)

2. Until such fences and cattle guards are duly made, the Com- ^{Liability of Company until cattle guards erected.} pany shall be liable for all damages which may be done by their trains or engines to cattle, horses or other animals on the Railway; (31 V. Can. c. 68, s. 11, sub. 2.)

3. After the fences or guards have been duly made, and while ^{When to be exempted.} they are duly maintained, no such liability shall accrue for any such damages, unless negligently or wilfully done; (31 V. Can. c. 68, s. 11, sub. 3.)

4. If any person rides, leads or drives any horse or any other ^{Persons prohibited from going on the track, &c., with cattle, &c.} animal or suffers any such horse or other animal to enter upon such Railway, and within the fences and guards, other than the farm crossings, without the consent of the Company, he shall for every such offence forfeit a sum not exceeding forty dollars, and shall also pay to the party aggrieved all damages sustained thereby; (31 V. Can. c. 68, s. 11, sub. 4.)

Or walking thereon.

5. No person other than those connected with, or employed by the Railway, shall walk along the track thereof, except where the same is laid across or along a highway; (31 V. Can. c. 68, s. 11 sub. 5.)

Proviso: as to persons who have received compensation for the railway crossing their lands.

6. Provided always, that in every case in which the owner of any lands, or other person or persons authorized and capacitated to convey, shall in their arrangements with the Company have received or agreed to receive compensation for gates, stiles, bridges, arches or culverts, instead of the same being erected or found by the Company for the purpose of facilitating the passage to or from either side of the land severed or divided by the Company's Railway, it shall not be lawful for any such owner, or those claiming under him, to pass, and they shall ever be prevented from passing or crossing the said Railway from one part to the other part of their lands so severed and divided otherwise than by a gate, stile, bridge, arch or culvert to be erected and maintained at the charge of such owners, under the inspection and direction of, and according to plans and specifications to be furnished and approved by the engineer of the Company; (38 V. Can. c. 65, s. 28.)

Power to erect snow fences on adjoining lands.

7. *The Company* shall have the right, on and after the first day of November in each year, to enter into and upon any lands of Her Majesty, or into and upon the lands of any corporation or person whatsoever, lying along the route or line of the Railway, and to erect and maintain snow fences thereon, subject to the payment of such land damages (if any) as may be thereafter established, in the manner provided by law with respect to the Railway, to have been actually suffered: Provided always, that any snow fences so erected shall be removed on or before the first day of April then next following. (36 V. Can. c. 80, s. 1.)

Proviso.

TOLLS.

Tolls to be fixed by By-laws or otherwise.

40. Tolls shall be from time to time fixed and regulated by the By-laws of the Company, or by the Directors, if thereunto authorized by the By-laws, or by the Shareholders at any general meeting, and may be demanded and received for all passengers and goods transported upon the Railway or in the steam vessels to the undertaking belonging, and shall be paid to such persons and at such places near to the Railway, in such manner and under such regulations as the By-laws direct; (31 V. Can. c. 68, s. 12, sub. 1.)

How payment of Tolls enforced.

2. In case of denial or neglect of payment on demand of any such tolls, or any part thereof, to such persons, the same may be sued for and recovered in any competent Court, or the agents or servants of the Company may seize the goods for or in respect whereof such tolls ought to be paid, and detain the same until payment thereof; and in the meantime the said goods shall be at the risk of the owners thereof; (31 V. Can. c. 68, s. 12, sub. 2.)

When if Tolls not paid, goods detained may be sold.

3. If the tolls are not paid within six weeks, the Company may sell the whole or any part of such goods, and out of the money arising from such sale retain the tolls payable, and all charges and

expenses of such detention and sale ; rendering the surplus, if any, or such of the goods as remain unsold, to the person entitled thereto ; (31 V. Can. c. 68, s. 12, sub. 3.)

4. If any goods remain in the possession of the Company unclaimed for the space of twelve months, the Company may thereafter, and on giving public notice thereof by advertisement for six weeks in the *Official Gazette* of the Province in which such goods are, and in such other papers as they deem necessary, sell such goods by public auction at a time and place to be mentioned in such advertisement, and out of the proceeds thereof pay such tolls and all reasonable charges for storing, advertising and selling such goods ; and the balance of the proceeds, if any, shall be kept by the Company for a further period of three months, to be paid over to any party entitled thereto ; (31 V. Can. c. 68, s. 12, sub. 4.)

When goods distrained or detained may be sold.

Proceeds, how dealt with.

5. In default of such balance being claimed before the expiration of the period last aforesaid, the same shall be paid over to the Receiver General, to be applied to the general purposes of Canada, until claimed by the party entitled thereto ; (31 V. Can. c. 68, s. 12, sub. 5.)

How balance to be disposed of.

6. All or any of the tolls may, by any By-law, be reduced and again raised as often as deemed necessary for the interests of the undertaking ; but the same tolls shall be payable at the same time and under the same circumstances upon all goods and by all persons, so that no undue advantage, privilege or monopoly may be afforded to any person or class of persons by any by-laws relating to the tolls ; (31 V. Can. c. 68, s. 12, sub. 6.)

Tolls—how raised or reduced.

7. In all cases, a fraction in the distance over which goods or passengers are transported on the Railway shall be considered as a whole mile ; and for a fraction of a ton in the weight of any goods, a proportion of the tolls shall be demanded and taken, according to the number of quarters of a ton contained therein, and a fraction of a quarter of a ton shall be deemed and considered as a whole quarter of a ton ; (31 V. Can. c. 68, s. 12, sub. 7.)

A fraction of mile or ton how estimated in charging tolls.

8. The Directors shall, from time to time, print and stick up, or cause to be printed and stuck up, in the office, and in all and every of the places where the tolls are to be collected, in some conspicuous place there, a printed board or paper exhibiting all the tolls payable, and particularizing the price or sum of money to be charged or taken for the carriage of any matter or thing ; (31 V. Can. c. 68, s. 12, sub. 8.)

Table of tolls to be stuck up in offices and cars

9. No tolls shall be levied or taken until approved of by the Governor in Council, nor until after two weekly publications in the *Canada Gazette* of the by-law establishing such tolls, and of the Order in Council approving thereof ; (31 V. Can. c. 68, s. 12, sub. 9.)

Tolls to be approved of by the Governor in Council.

10. Every by-law fixing and regulating tolls shall be subject to revision by the Governor in Council from time to time, after approval thereof ; and after an Order in Council, reducing the tolls fixed and regulated by any by-law, has been twice published in the *Canada Gazette*, the tolls mentioned in such Order in Council shall be sub-

The Governor may revise By-laws fixing tolls.

stituted for those mentioned in the by-law so long as the Order in Council remains unrevoked; (31 V. Can. c. 68, s. 12, sub. 10.)

When Parliament may reduce tolls on Railways.

11. The Parliament of Canada may from time to time reduce the tolls upon the Railway, but not without consent of the Company, or so as to produce less than fifteen per cent. per annum profit on the capital actually expended in its construction; nor unless, on an examination made by the Minister of Public Works of the amount received and expended by the Company, the net income from all sources, for the year then last passed, is found to have exceeded fifteen per cent. upon the capital so actually expended; (31 V. Can. c. 68, s. 12, sub. 11.)

By-laws imposing tolls, &c., to be approved by the Governor in Council.

12. No by-law of the Company by which any tolls are to be imposed or altered, or by which any party other than the members, officers and servants of the Company are intended to be bound, shall have any force or effect until the same has been approved and sanctioned by the Governor in Council; (31 V. Can. c. 68, s. 12, sub. 12.)

Rates of tolls for use of wharves, &c., how to be fixed.

13. It shall and may be lawful for the Directors of the Company from time to time to regulate, fix and establish the rates of wharfage, tolls, dues, or duties payable by persons navigating or using rafts, vessels, boats, or other craft on Lakes Ontario, Huron, Simcoe, Muskoka, Rousseau and Joseph. and who may from time to time partake of the benefits and advantages of any harbour, wharves, docks or railway forming parts of the Company's undertaking, or of the storehouses or other protections and erections for the safe keeping, repairing and refitting of all vessels, boats, crafts or rafts of any description, and of goods, wares and merchandise shipped or unloaded within any such harbour, and to alter the said tolls, dues, duties and demands as they may deem proper and expedient, a copy of which tolls, rates and dues shall be affixed up in not less than three places at or near to every such harbour respectively; Provided always that such tolls, rates and dues shall be subject to the approval of the Governor-General in Council; (38 V. Can. c. 65, s. 59.)

Proviso.

BY-LAWS, NOTICES, &C.

By-laws to be put into writing, and signed by Chairman.

41. All by-laws, rules and orders regularly made, shall be put into writing and signed by the Chairman or person presiding at the meeting at which they are adopted, and shall be kept in the office of the Company; and a printed copy of so much of them as relates to or affects any party other than the members or servants of the Company, shall be affixed openly in every place where tolls are to be gathered, and a printed copy of so much of them as relates to the safety and liability of passengers shall be openly affixed in each passenger car, and in like manner so often as any change or alteration is made to the same; and any copy of the same, or of any of them, certified as correct by the President or Secretary, shall be evidence thereof in any Court; (31 V. Can. c. 68, s. 19, sub. 1.)

By-laws to be submitted to Governor.

2. All such By-laws, Rules and Orders shall be submitted from time to time to the Governor for approval; (31 V. Can. c. 68, s. 19, sub. 2.)

3. Copies of the Minutes of proceedings and resolutions of the Shareholders of the Company, at any general or special meeting, and of the Minutes of proceedings and resolutions of the Directors, at their meetings, extracted from the Minute-books kept by the Secretary of the Company, and by him certified to be true copies, extracted from such Minute-books, shall be evidence of such proceedings and resolutions in any Court; (31 V. Can. c. 68, s. 19, sub. 3.)

Copies of Minutes to be prima facie evidence.

4. All notices given by the Secretary of the Company, by order of the Directors, shall be deemed notices by the Directors and Company.

Notices by Secretary valid.

WORKING OF THE RAILWAY.

42. (a) Every servant of the undertaking, employed in a passenger train or at a station for passengers, shall wear upon his hat or cap a badge, which shall indicate his office, and he shall not without such badge be entitled to demand or receive from any passenger any fare or ticket, or to exercise any of the powers of his office, or to interfere with any passenger or his baggage or property: (31 V. Can. c. 68, s. 20, sub. 1.)

Servants to wear badges.

2. The trains shall be started and run at regular hours to be fixed by public notice, and shall furnish sufficient accommodation for the transportation of all such passengers and goods as are within a reasonable time previous thereto offered for transportation at the place of starting, and at the junctions of other Railways and at usual stopping places established for receiving and discharging way-passengers and goods from the trains; (31 V. Can. c. 68, s. 20, sub. 2.)

Trains to start at regular hours.

3. Such passengers and goods shall be taken, transported and discharged, at, from, and to such places, on the due payment of the toll, freight or fare legally authorized therefor; (31 V. Can. c. 68, s. 20, sub. 3.)

Passengers and goods to be carried on payment of fare or freight.

4. The party aggrieved by any neglect or refusal in the premises, shall have an action therefor against the Company; from which action the Company shall not be relieved by any notice, condition or declaration if the damage arises from any negligence or omission of the Company or of its servants; (31 V. Can. c. 68, s. 20, sub. 4; 34 V. Can. c. 43, s. 5.)

The Company liable for neglect or refusal.

5. Checks shall be affixed by an agent or servant to every parcel of baggage having a handle, loop or fixture of any kind thereupon, and a duplicate of such check shall be given to the passenger delivering the same; (31 V. Can. c. 68, s. 20, sub. 5.)

Checks to be affixed on parcels.

6. If such check be refused on demand, the Company shall pay to such passenger the sum of eight dollars, to be recovered in a civil action; and further, no fare or toll shall be collected or received from such passenger, and if he has paid his fare, the same shall be refunded by the Conductor in charge of the train; (31 V. Can. c. 68, s. 20, sub. 6.)

Penalty for refusing to give Checks.

(a) A question may arise whether the first ten sub-sections of this section apply to the Company—See 38 V. Can. c. 66, ss. 58 and 65; and 38 V. Can. c. 24 s. 4.

Passenger a witness in his own behalf.

7. (a) Any passenger producing such check, may himself be a witness in any suit brought by him against the Company to prove the contents and value of his baggage not delivered to him; (31 V. Can. c. 68, s. 20, sub. 7.)

Baggage cars not to be in rear of passenger cars.

8. The baggage, freight, merchandise or lumber cars shall not be placed in rear of the passenger cars, and if any such be so placed, the officer or agent directing or knowingly suffering such arrangement, and the conductor of the train, shall severally be guilty of a misdemeanor, and be punished accordingly; (31 V. Can. c. 68, s. 20, sub. 8.)

Locomotives to have bells and steam whistles.

9. Every locomotive engine shall be furnished with a bell of at least thirty pounds weight, and with a steam whistle; (31 V. Can. c. 68, s. 20, sub. 9.)

To be rung or sounded at every crossing, &c.

10. The bell shall be rung or the whistle sounded at the distance of at least eighty rods from every place where the Railway crosses any highway, and be kept ringing or be sounded at short intervals, until the engine has crossed such highway, under a penalty of eight dollars for every neglect thereof, to be paid by the Company, who shall also be liable for all damages sustained by any person by reason of such neglect, and one-half of such penalty and damages shall be chargeable to and collected by the Company from the Engineer having charge of such engine and neglecting to sound the whistle or ring the bell as aforesaid; (31 V. Can. c. 68, s. 20, sub. 10.)

Intoxication of conductor a misdemeanor.

11. Any person in charge of a locomotive engine, or acting as the conductor of a car or train of cars, who is intoxicated, shall be guilty of a misdemeanor; (31 V. Can. c. 68, s. 20, sub. 11.)

Passenger refusing to pay fare may be put out.

12. Any passenger refusing to pay his fare, may, by the conductor of the train and the servants of the Company, be put out of the cars, with his baggage, at any usual stopping place, or near any dwelling house, as the conductor elects, the conductor first stopping the train and using no unnecessary force; (31 V. Can. c. 68, s. 20, sub. 12.)

Passengers to have no claim if injured when on platform of cars, &c.

13. Any passenger injured while on the platform of a car, or on any baggage, wood or freight car, in violation of the printed regulations posted up at the time in a conspicuous place inside of the passenger cars then in the train, shall have no claim for the injury, provided room inside of such passenger cars, sufficient for the proper accommodation of the passengers, was furnished at the time; (31 V. Can. c. 68, s. 20, sub. 13.)

As to goods of a dangerous nature.

14. No person shall be entitled to carry or to require the Company to carry upon its Railway, *aqua fortis*, oil of vitriol, gunpowder, nitroglycerine, or any other goods which in the judgment of the Company may be of a dangerous nature; and if any person sends by the said Railway any such goods without, at the time of so sending the said goods, distinctly marking their nature on the outside of the package containing the same, and otherwise giving notice in writing to the bookkeeper or other servant of the Company with whom the same are left, he shall forfeit to the Company the sum of twenty dollars for every such offence; (31 V. Can. c. 68, s. 20, sub. 14.)

They must be plainly marked.

(a) See note on page 37.

15. The Company may refuse to take any package or parcel which they suspect to contain goods of a dangerous nature, or may require the same to be opened to ascertain the fact. (31 V. Can. c. 68, s. 20, sub. 15.)

Dangerous goods may be refused.

OVERDUE TRAINS.

43. It shall be the duty of the Company to have a blackboard put upon the outside of the station-house, over the platform of the station, in some conspicuous place at each station of the Company at which there is a telegraph office; and when any passenger train is overdue for half an hour at any such station, according to the timetable of such Company, it shall be the duty of the station-master or person in charge at such station to write or cause to be written with white chalk on such blackboard, a notice stating to the best of his knowledge and belief the time when such overdue train may be expected to reach such station, and if when that time has come the train has not reached the station, it shall be the duty of the station-master or person in charge at the station to write or cause to be written on the blackboard in like manner a fresh notice stating to the best of his knowledge and belief the time when such overdue train may then be expected to reach such station: and the Company, station-master or person in charge at any such station shall be liable to a penalty not exceeding five dollars for any wilful neglect, omission or refusal to obey the provisions aforesaid, and any proceeding for the recovery of any such penalty may be brought before any two Justices of the Peace or the Stipendiary or Police Magistrate for the City, Town, District or County in which such station is situated:

Duty of a station agent, &c. when a train is overdue.

Penalty for contravention. Suits for penalty, how brought.

The penalty recoverable under the provisions of this section shall belong to the Crown; and every proceeding brought by virtue of this section shall be commenced within one month following the commission of the offence, and not after; but nothing in this section shall prejudice the right of any person to the recovery of damages from the Company, by reason of the detention of trains as aforesaid; and the Company is hereby required to have a printed copy of this section posted up in a conspicuous place at each of its stations at which there is a telegraph office. (36 V. Can. c. 81, s. 1.)

Application of penalty and limitation of actions.

Proviso.

This section to be posted up at stations.

CATTLE IN TRANSIT.

44. In the four following sections of this Act the term "cattle" shall include any horse, mule, ass, swine, sheep or goat, as well as any neat cattle or animal of the bovine species, and whatever be the age or sex of the animal, and by whatever technical or trivial name it may be known, and shall apply to one animal as well as many. (38 V. Can. c. 42, s. 1.)

Interpretation. "Cattle."

45. The Company shall not confine cattle in any car or vessel of any description for a longer period than twenty-eight consecutive hours, without unloading the same for rest, water and feeding for a period of at least five consecutive hours, unless prevented from so unloading and furnishing water and food by storm or other unavoidable cause, or by necessary delay or detention in the crossing of trains: in reckoning the period of confinement, the time during

Cattle, &c., on railway and vessels not to be kept more than 28 hours without unloading them for food, rest, &c. Exception. Time, how reckoned.

which the cattle have been confined without such rest and without the furnishing of food and water, on any connecting railways or vessels from which they are received, whether in the United States or in Canada, shall be included—it being the intention of the provisions of this Act relating to this matter to prevent their continuous confinement beyond a period of twenty-eight hours, except upon the contingencies hereinbefore stated. (38 V. Can. c. 42, s. 2.)

To be properly fed, &c. during such rest. **46.** Cattle so unloaded shall be properly fed and watered during such rest by the owner or person having the custody thereof, or in case of his default in so doing, then by the Company, at the expense of the owner or person in custody thereof; and the Company shall in such case have a lien upon such cattle for food, care and custody furnished, and shall not be liable for any detention of such cattle. (38 V. Can. c. 42, s. 3.)

Cars to be cleaned out. **47.** Where cattle are unladen from cars, in the charge of the Company, for the purpose of receiving food, water and rest, it shall be the duty of the Company to clear the floors of such cars, and to litter the same properly with clean saw-dust or sand before reloading them with live stock, except during a period of frost. (38 V. Can. c. 42, s. 4.)

Penalty for contravention. **48.** If the Company, having cattle in transit as aforesaid, shall knowingly and wilfully fail to comply with the provisions contained in section forty-five of this Act it shall for each and every such failure to comply with its provisions forfeit and pay as a penalty, a sum not exceeding one hundred dollars for each case in which such provisions are disregarded: Provided, however, that when cattle are carried in any car or vessel in which they can and do have proper space and opportunity for rest and proper food and water, the foregoing provisions in regard to their being unladen shall not apply. (38 V. Can. c. 42, s. 5.)

Constable may enter premises to see if Act is complied with. **49.** Any peace officer or constable may at all times enter on premises where he has reasonable grounds for supposing that any car, truck or vehicle in respect whereof the Company has failed to comply with the requirements of the five preceding sections of this Act, is to be found, or enter on board any vessel in respect whereof he has reasonable grounds for supposing that the Company has on any occasion so failed; and if any person refuses admission to such peace officer or constable acting under this section, such person shall be deemed guilty of an offence against the provisions of this Act relating to this matter. (38 V. Can. c. 42, s. 6.)

Penalty for contravention of sec. 49. **50.** If any person is guilty of an offence against this Act, as in the last preceding section mentioned, he shall for every such offence forfeit and pay such a sum of money not exceeding twenty dollars, nor less than five dollars, with costs, as to any one Justice of the Peace for the District, County or place in which the offence has been committed, may seem meet. (38 V. Can. c. 42, s. 7.)

Imprisonment in default of payment. **51.** The offender shall, in default of payment, be committed to the common gaol or other place of confinement for the District, County or place in which the offence was committed, there to be imprisoned for any time not exceeding thirty days. (38 V. Can. c. 42, s. 8.)

52. Nothing in the eight preceding or two following sections of *this Act* contained shall prevent or abridge any remedy by action against the offender or his employer where the amount of the damage is not sought to be recovered by virtue of the said sections. (38 V. Can. c. 42, s. 9.)

53. Every penalty recoverable under the *said sections of this Act* shall belong to the Crown, and every proceeding for the recovery of such penalty shall be commenced within one month next after the committing of the offence. (38 V. Can. c. 42, s. 10.)

54. Every offence against the *fiftieth section of this Act* may be prosecuted in the manner directed by the "*Act respecting the duties of Justices of the Peace out of Sessions in relation to summary convictions and orders*," so far as no provision is hereby made for any matter or thing which may be required to be done with respect to such prosecution, and all the provisions contained in the said *Act* shall be applicable to such prosecutions in the same manner as if they were incorporated in *this Act*. (38 V. Can. c. 42, s. 11.)

ACTIONS FOR INDEMNITY; AND FINES AND PENALTIES AND THEIR PROSECUTIONS.

55. All suits for indemnity for any damage or injury sustained by reason of the railway shall be instituted within six months next after the time of such supposed damage sustained, or if there be continuation of damage, then within six months next after the doing or committing such damage ceases, and not afterwards; and the defendants may plead the general issue and give *this Act* and the special matter in evidence at any trial to be had thereupon, and may prove that the same was done in pursuance of and by authority of *this Act*:

1. All fines and forfeitures imposed by *any section from the first to the eightieth of this Act*, or by any By-law, except those for the levying and recovering of which special provision is herein made, shall be recovered in a summary manner before any one or more Justice or Justices of the Peace for the District, County or place where the act occurred; (31 V. Can. c. 68, s. 21, sub. 1.)

2. All the fines, forfeitures and penalties recovered under the next preceding paragraph, the application whereof is not hereinbefore particularly directed, shall be paid into the hands of the Treasurer of the Company, to be applied to the use thereof; (31 V. Can. c. 68, s. 21, sub. 2.)

3. Any contravention of *this Act* by the Company or by any other party, for which no punishment or penalty is herein provided, shall be a misdemeanor, and shall be punishable accordingly; but such punishment shall not exempt the Company, if they be the offending party, from the forfeiture by *this Act* of the privileges conferred on them by *this Act*, if by the provisions *hereof* or by law, the same be forfeited by such contravention. (31 V. Can. c. 68, s. 21, sub. 3.)

CARRIAGE OF HER MAJESTY'S MAIL, TRAFFIC RETURNS, &C.

Provision as to the carriage of Her Majesty's Mail, &c.

56. Her Majesty's Mail, Her Majesty's Naval or Military Forces or Militia, and all artillery, ammunition, provisions or other stores for their use, and all policemen, constables or others travelling on Her Majesty's service, shall at all times, when required by the Postmaster-General of Canada, the Commander of the Forces, or any person having the superintendence and command of any Police Force, and with the whole resources of the Company if required, be carried on the Railway, on such terms and conditions, and under such regulations as the Governor in Council may make; (31 V. Can. c. 68, s. 22, sub. 1.)

Government to have exclusive use of telegraph, if required.

2. The Company shall, when required so to do by the Governor in Council, or any person authorized by him, place any Electric Telegraph, and the apparatus and operators they may have, at the exclusive use of the Government, receiving thereafter reasonable compensation for such service; (31 V. Can. c. 68, s. 22, sub. 2.)

Further enactments may be made by Parliament.

3. Any further enactments which the Parliament of Canada may hereafter make, for the carriage of the Mail or Her Majesty's Forces, and other persons and articles as aforesaid, or the tolls therefor, or in any way respecting the use of any Electric Telegraph or other service to be rendered to the Government, shall not be deemed an infringement of the privileges intended to be conferred by *this Act*; (31 V. Can. c. 68, s. 22, sub. 4.)

Account to be submitted to Legislature.

4. (a) After the opening of the Railway or any part thereof to the public, and within the first fifteen days after the opening of each Session of Parliament, an account shall be annually submitted to the three branches containing a detailed and particular account, attested upon oath of the President, or in his absence of the Vice-President, of the moneys received and expended by the Company, and a classified statement of the passengers and goods transported by them, with an attested copy of the last annual statement; (31 V. Can. c. 68, s. 22, sub. 7.)

Company to furnish statements of capital, traffic and working expenditure, and in what form.

5. The Company shall annually prepare returns of its capital, traffic, and working expenditure for the last preceding financial year of the Company, in accordance with the form contained in Schedule One (b) to *this Act*, so far as relates to the particulars therein mentioned, and as to all other details in the forms used by the Company for the information of its shareholders; and a copy of such return signed by the President or other head officer of the Company resident in Canada, and by the officer of the Company responsible for the correctness of each return or any part thereof, shall be forwarded by the Company to the Minister of Public Works not later than three months after the end of the said financial year; and if the Company causes *its* accounts to be made up half-yearly, *it* shall prepare the aforesaid returns of *its* capital, traffic, and working expenditure for the preceding half-year, in accordance with the said Schedule One, and in the same manner and form forward the same to the Minister of Public Works not later than three months after the end of the said half-year;

If the Company make up half-yearly statements to forward the same half-yearly.

- (a) See the six following sub-sections.
(b) See Appendix B.

If the Company fails to forward the said returns in accordance with the provisions of this section it shall be liable to a penalty not exceeding ten dollars for every day during which such default continues;

Penalty for default.

The Minister of Public Works, with the consent of the Company, may alter the said forms as regards the Company for the purpose of adapting them to the circumstances of the Company or of better carrying into effect the objects of this section; (38 V. Can. c. 25, s. 2.)

Minister of Public Works may alter form.

6. The Company shall weekly prepare returns of its traffic for the last preceding seven days in accordance with the form contained in Schedule Two (c) to this Act and a copy of such returns, signed by the officer of the Company responsible for the correctness of such return, shall be forwarded by the Company to the Minister of Public Works within seven days from the day in each week to which the said returns shall have been prepared; and another copy of each of such returns, signed by the same officer, shall be posted up by the Company within the same delay, and kept posted up for seven days in some conspicuous place in the most public room in the head office of the Company in Canada, and so as the same can be perused by all comers, and free access thereto shall be allowed to all comers during the usual hours of business at such office on each day of the said seven not being a Sunday or holiday;

Weekly returns for publication shall be furnished by company.

Copies to be posted up in head office.

And if the Company fails to forward the said weekly return to the Minister of Public Works, or fails to post up and keep posted up a copy thereof as aforesaid, and allow free access thereto as aforesaid, it shall be liable to a penalty not exceeding ten dollars for every day during which any such default continues; (38 V. Can. c. 25, s. 3.)

Penalty for default.

7. If any return which is required by the two preceding sub-sections of this Act is false in any particular to the knowledge of any person who signs the same, such person shall be liable, on conviction thereof, on indictment to fine and imprisonment,—such fine not to exceed two hundred and fifty dollars; (38 V. Can. c. 25, s. 4.)

Penalty for false return.

8. The Minister of Public Works shall lay before both Houses of Parliament, within twenty-one days from the commencement of each Session, the returns made and rendered to him in pursuance of the fifth sub-section of this section; (38 V. Can. c. 25, s. 5.)

Report to Parliament.

9. All returns made in pursuance of any of the provisions of the four preceding sub-sections of this section, shall be privileged communications, and shall not be evidence in any Court whatsoever; (38 V. Can. c. 25, s. 6.)

Returns to be privileged.

10. No further provisions which Parliament may hereafter make with regard to the form or details of such account, or the mode of attesting or rendering the same, shall be deemed an infringement of the privileges hereby granted to the Company; (31 V. Can. c. 68, s. 22, sub. 8.)

Forms or details of account may be varied by Parliament.

11. Parliament may at any time annul or dissolve the Company; but such dissolution shall not take away or impair any remedy given against the Company, its shareholders, officers or servants, for any

Parliament may dissolve the Company.

(c) See Appendix B.

liability which had been previously incurred; (31 V. Can. c. 68, s. 22, sub. 9.)

Saving of Her Majesty's rights, &c.

12. Nothing herein contained shall affect in any manner the rights of Her Majesty, or of any person or of any body politic, corporate or collegiate, such only excepted as are herein mentioned; (31 V. Can. c. 68, s. 22, sub. 10.)

Carriage of mails to tributary districts.

13. The Company shall also have power to enter into contracts with the Postmaster General, on behalf of the Dominion, for the carriage of mails to any district or territory tributary to its Railway. (38 V. Can. c. 65, s. 58.)

BONDS AND BONDHOLDERS.

Loan capital.

57. The loan capital of the Company shall consist of its existing first, second, and third preference bonds. (38 V. Can. c. 65, s. 29.)

Rights of bondholders.

58. All bonds forming part of the loan capital of the Company for the time being, and all coupons attached thereto respectively, shall carry the same priorities and the same rights in all other respects as if this Act had not been passed, and the Directors shall keep registers in which they shall cause to be entered all particulars which shall come to their knowledge concerning transfers of any such bonds, or the names and addresses of the holders thereof. (38 V. Can. c. 65, s. 30.)

Register to be kept.

New bonds may be issued for redeeming those maturing.

59. The Company may, upon the maturity of any bonds forming part of the loan capital of the Company for the time being, raise the sums required for paying off the matured bonds, or any part of such sums, either out of any funds of the Company applicable to capital services, whether arising from the issue of ordinary stock or arising otherwise, or by issuing, selling or pledging other bonds of the Company, bearing interest at any rate not exceeding six per cent. per annum, at such price and upon such terms and conditions as the Directors of the Company may think fit; and the bonds upon the security of which any sum required for paying off the respective matured bonds shall be raised, may, to the amount of the respective matured bonds, but not further or otherwise, be so issued as to take the place of and be entitled to the respective privileges and priorities attached to the respective matured bonds for or towards paying off which such sums respectively shall have been raised, or may be issued with such other privileges or priorities not limiting, restricting, or prejudicially affecting the rights of holders of then existing bonds, or without any preference or priority, as the Directors of the Company shall think fit. (38 V. Can. c. 65, s. 31.)

Not to exceed amount of bonds maturing.

Creation of general consolidated mortgage on all property of Company.

60. It shall be lawful for the Company to create a general consolidation mortgage upon and over all its properties, real and personal, tolls and revenues, and to secure the same upon

such trusts as to the Company may seem expedient, and thereupon to consolidate into one or more ranks or classes any of the now existing bonds of the Company, or of the bonds of any other Company or Companies with which the Company may hereafter be amalgamated, by the issue on the security of such mortgage of general mortgage bonds to the holders of the existing bonds and in exchange therefor: Provided always that the general mortgage hereby authorized and the consolidation and issue of the bonds to be made thereupon shall not increase the aggregate bonded debt of the Company beyond the aggregate amount at par of all the said existing bonds, and the said mortgage shall provide for the voting powers upon such consolidated bonds, but the aggregate votes of the consolidated bonds shall not exceed the votes to which the holders of said existing bonds are now entitled: and provided that such consolidation and exchange be sanctioned and approved by resolutions affirmed by not less than two-thirds of the separate holders in the amounts of each of the said respective ranks or classes of the said existing bonds, present, in person or by proxy, at a special meeting to be held in London, England, of which meeting not less than two weeks, special and continuous notice shall have been previously given by advertisement in the *London Times*, *Standard*, *Observer* and *Herapath's Journal*; such resolution or resolutions so agreed to shall be binding upon all the holders of each of the said respective ranks or classes of bonds by whom the same shall have been passed, and in the event of such consolidation and exchange not being approved as aforesaid, the creation of the general mortgage and the consolidation into one or more ranks thereunder of any of the said existing bonds herein referred to, shall in no way alter, impair, or prejudicially affect the rights, privileges and priorities now attached to the said existing bonds, which shall subsist and continue in full force until such time as with the individual consent of their owners they shall have been consolidated. And provided further that the creation of the general mortgage, and the terms of the trust securing the same, shall be subject to the approval of the Company in special general meeting duly convened. (38 V. Can. c. 65, s. 32.)

Proviso; not to increase aggregate bonded debt.

Proviso; approval of two-thirds of bond-holders required.

Meeting to be called.

If consolidation, &c., be not so approved.

Proviso; terms of general mortgage.

STOCK AND ITS TRANSFER.

61. The stock of the Company shall be of the amount mentioned in the *third* section hereof, and in the event of the amalgamation of the Extension Company under the provisions of this Act, of the amount of additional stock to be issued under the *nineteenth* section hereof. (38 V. Can. c. 65, s. 33.)

Amount of stock.

62. The holders of any portion of the paid-up stock of the Company shall not be liable to the creditors of the Company, but shall stand towards the Company and its creditors in the position of holders of fully paid-up shares. (38 V. Can. c. 65, s. 34.)

Liability of stockholders limited.

Stockholders
may dispose of
stock.

63. Portions of stock may, by the parties, be sold and disposed of by instrument in writing, to be made in duplicate, one part of which shall be delivered to the Directors, to be filed and kept for the use of the Company, and an entry thereof shall be made in a book to be kept for that purpose; provided that it shall not be necessary for transfers to be made in duplicate, and if they shall not be so made the transfers themselves shall be delivered to the Directors, to be filed and kept for the use of the Company and no interest on the stock transferred shall be paid by the purchaser until such duplicate or transfer is so delivered, filed and entered: (31 V. Can. c. 68, s. 17, sub. 1; 38 V. Can. c. 65, s. 35.)

Form of sale.

2. Sales shall be in the form following, varying the names and descriptions of the contracting parties as the case may require:

I, A. B., in consideration of the sum of _____, paid to me by C. D., hereby do sell and transfer to him _____ stock of the *Northern Railway Company of Canada*, to hold to him the said C. D., his heirs, executors, administrators and assigns, subject to the same rules and orders, and on the same conditions that I held the same immediately before the execution hereof. And I, the said C. D., do hereby agree to accept of the said _____ stock subject to the same rules, orders and conditions. Witness our hands this _____ day of _____ in the year 18 ____; (31 V. Can. c. 68, s. 17 sub. 2; 38 V. Can. c. 65, s. 35.)

Stock to be
personal estate
—no transfer
of part of a
share.

3. The stock of the Company shall be deemed personal estate, but no stock shall be transferable until all previous calls thereon have been fully paid in, or the said stock has been declared forfeited for the non-payment of calls thereon, and no transfers of less than a whole share shall be valid(a); (31 V. Can. c. 68, s. 17, sub. 3; 38 V. Can. c. 65, s. 35.)

Transmission
of stock other
than by trans-
fer, provided
for.

4. If any stock in the Company be transmitted by the death, bankruptcy, or last will, donation or testament, or by the intestacy of any Stockholder, or by any lawful means other than the transfer hereinbefore mentioned, the party to whom such stock is transmitted shall deposit in the office of the Company a statement in writing, signed by him, declaring the manner of such transmission, together with a duly certified copy or probate of such will, donation or testament, or sufficient extracts therefrom, and such other documents or proof as may be necessary, and without such proof the party shall not be entitled to receive any share of the profits of the Company, nor vote in respect of any such stock as the holder thereof; (31 V. Can. c. 68, s. 17, sub. 4; 38 V. Can. c. 65, s. 35.)

Company not
bound to see to
the execution
of trusts.

5. The Company shall not be bound to see to the execution of any trust, whether express, implied or constructive, to which any of the stock may be subject, and the receipt of the party in whose name any stock stands in the books of the Company, or if it stands in the name of more parties than one, the receipt of one of the parties named in the Register of Stockholders shall from time to time be a sufficient discharge to the Company for any dividend or other sum of money payable in respect of the stock, notwithstanding any trust to

(a) See Sections 6 and 12.

which the stock may then be subject, and whether or not the Company have had notice of the trusts, and the Company shall not be bound to see to the application of the money paid upon such receipts; (31 V. Can. c. 68, s. 17, sub. 5; 38 V. Can. c. 65, s. 35.)

6. The funds of the Company shall not be employed in the purchase of any stock in its own or any other Company. (31 V. Can. c. 68, s. 17, sub. 6)

Company not to take stock in its own or any other Company.

64. The Company shall keep at its offices in Toronto, and in London, England, registers of the holders of preferential or ordinary stock, containing the amounts held by them, and the dates of issue, transfer or transmission; and every transfer or transmission shall be registered, which shall be communicated to the Company for that purpose, accompanied with such evidence of title as may be reasonably required, and with the payment of a fee of one dollar at Toronto or four shillings in London. (38 V. Can. c. 65, s. 36.)

Offices and registers of Company.

65. The said registers shall be accessible for inspection and perusal without fee, at all reasonable times, to every bondholder or ordinary stockholder of the Company. (38 V. Can. c. 65, s. 37.)

Registers open without fee.

66. The Company shall deliver to every stockholder a certificate stating the amount of stock held by him, and such certificate shall be surrendered on the transfer of the stock comprised therein or any portion thereof, and a new certificate, or, as the case may require, new certificates shall be issued. (38 V. Can. c. 65, s. 38.)

Stock certificate.

67. The clear profits of the Company shall belong to the ordinary stockholders, and dividends at a per centage rate on the stock shall be from time to time declared thereout by the general meetings, and be payable to the stockholders who shall appear in the Company's registers at their opening on the morning on the first of January and first of July in each year, immediately after which dates certified copies of the said registers shall be transmitted and exchanged to and from London and Toronto respectively. (38 V. Can. c. 65, s. 39.)

Dividends of clear profit.

68. No dividend shall be declared whereby the capital of the Company is in any degree reduced or impaired, or shall be paid out of such capital. (38 V. Can. c. 65, s. 40.)

Dividends limited.

GENERAL MEETINGS.

69. General meetings shall only be convened by the Directors, or by not fewer than ten stockholders, holding together not less than one-fifth part of the stock of the Company, for the time being issued, and in the latter case, only after ten stockholders holding such part as aforesaid of the stock of the Company shall have required the Directors in writing to con-

General meetings, how convened.

vene a general meeting for objects expressed in such requisition, and the Directors shall have omitted to do so for one calendar month from the receipt of such requisition, at the office of the Company, either at Toronto or in London. (38 V. Can. c. 65, s. 41.)

Notice if in
London or To-
ronto.

70. General meetings to be held in Toronto or London (England) shall be convened by advertisement published in two Toronto or two London daily newspapers, as the case may be, not less than two weeks before the day of meeting, and expressing the objects of the meeting. (38 V. Can. c. 65, s. 42.)

Ordinary and
special general
meetings.

71. The ordinary general meetings shall be held twice a year, on such days and at such places, whether in Canada or in England, as the Directors shall from time to time determine; and special general meetings shall be held in the first instance at such places, whether in Canada or in England, as the Directors or the stockholders convening the same shall appoint: Provided that any such meeting convened by the Directors on the requisition of stockholders shall be held in the first instance at such place, if any, as shall be specified in the requisition, and any general meeting may be adjourned to such place, whether in the same or in the other country, as the meeting shall determine. (38 V. Can. c. 65, s. 43.)

Proviso.

PRESIDENT AND DIRECTORS—THEIR ELECTION AND DUTIES.

Government
Director may
be appointed;
his powers and
duration of
office.

72. It shall be lawful for the Governor in Council, at any time after the passing of *this Act*, (a) to nominate and appoint one additional Director of the Company, who shall in all things have the same powers as an ordinary Director, but whose concurrence shall be necessary to any future expenditure upon new works or equipment undertaken after such appointment: Provided that such right to appoint a Government Director, and his right to a seat at the Board, shall subsist only so long as the lien of the Dominion shall remain undischarged by the payment that may be made by the Company under the provisions hereinbefore contained. (38 V. Can. c. 23, s. 2.)

Corporations
of Toronto and
Simcoe to ap-
point each
one a Director.

73. The Municipal Corporation of the City of Toronto may annually, on or before the day of the first ordinary general meeting of the Company in every year, nominate one of the aldermen of the said City to be a Director of the Company; and the Municipal Corporation of the County of Simcoe may also annually, on or before the day of the first ordinary general meeting of the Company in every year, nominate one of their councillors to be a Director of the Company, and the said two Directors shall have the same rights, powers and duties as any of the other Directors of the Company: Provided always that the said Corporations, so long as they shall nominate a Director under this section, shall not be entitled to vote as shareholders for the election of Directors at any general meetings of the Company. (38 V. Can. c. 65, s. 44.)

Proviso.

(a) Passed 8th April, 1875.

74. The number of the Directors of the Company, including the two Directors provided for by the last section hereof, shall be twelve, exclusive of any Director to be appointed by the Government under *this* Act; and of the Directors three at least shall, and five may be resident in England; and if the whole number of Directors be not twelve at the date when this Act shall come into operation, it shall be filled up to that number by election at the first ordinary general meeting after that date. (38 V. Can. c. 65, s. 45.)

Number of Directors.

Where to reside.

75. The annual election of a Board of Directors, other than those nominated by the said municipalities, shall take place at the first ordinary general meeting in every year. All retiring Directors shall be re-eligible if otherwise qualified. (38 V. Can. c. 65, s. 46.)

Annual election.
Re-eligibility.

76. The shareholders and stockholders(a) may assemble together at general meetings for purposes connected with or belonging to the undertaking, and at any annual general meeting may elect Directors in the manner provided by the next succeeding section.(b) (31 V. Can. c. 68, s. 13.)

Shareholders may hold general meetings.

77. The Board of Directors of the undertaking to manage its affairs shall be chosen annually by a majority of the shareholders and stockholders(c) entitled to vote at such election, and if such election is not held on the day appointed, the Directors shall cause such election to be held within as short a delay as possible after the day appointed; (31 V. Can. c. 68, s. 14, sub. 1.)

Directors to be chosen by majority of shareholders.

2. No person shall be admitted to vote on such subsequent day except those who would have been entitled to vote had the election been held on the day when it ought to have been held; (31 V. Can. c. 68, s. 14, sub. 2.)

If meeting adjourned, who to vote.

3. All shareholders, and stockholders(c) whether resident in Canada or elsewhere, may vote by proxy if they see fit; but no appointment of a proxy shall be valid unless in favour of a person being himself and at the time of exercising the power of appointment a shareholder or stockholder(c) of the Company; Provided that such proxy produce from his constituent an appointment in writing (which need not be under seal) in the words or to the effect following, that is to say:

Proxies who may be appointed.

I, of one of the shareholders or stockholders(c) of the Northern Railway Company of Canada, do hereby appoint of to be my proxy, and in my absence to vote or give my assent to any business, matter or thing relating to the said undertaking that may be mentioned or proposed at any meeting of the shareholders and stockholders(c) of the said Company, or any of them, in such manner as he, the said thinks proper.

Form of appointment.

In witness whereof, I have hereunto set my hand, the day of in the year 18
(31 V. Can. c. 68, s. 14, sub. 7; 38 V. Can. c. 65, s. 52.)

(a) In this and the following section the word "shareholders" or "stockholders" has been inserted in some places for the sake of uniformity.

(b) This section was not actually incorporated in the Company's Act, but was evidently intended so to be. See 38 V. Can. c. 65, s. 51.

(c) See Note a.

- Votes by proxy to be valid.** 4. The votes by proxy shall be as valid as if the principals had voted in person; and every matter or thing proposed or considered in any public meeting of the shareholders *and stockholders(a)* shall be determined by the majority of votes and proxies then present, and given by persons entitled to vote or be appointed proxies, and all decisions and acts of any such majority shall bind the Company, and be deemed the decisions and acts of the Company; (31 V. Can. c. 68, s. 14, sub. 8.)
- Terms of office of Directors.** 5. The Directors appointed at the last election, or those appointed in their stead in case of vacancy, shall remain in office until the next ensuing election of Directors; (31 V. Can. c. 68, s. 14, sub. 9.)
- President.** 6. The Directors shall, at their first or at some other meeting after the election, elect one of their number to be the President of the Company, who shall always, when present, be the chairman of and preside at all meetings of the Directors, and shall hold his office until he ceases to be a Director, or until another President has been elected in his stead; and they may in like manner elect a Vice-President, who shall act as chairman in the absence of the President; (31 V. Can. c. 68, s. 14, sub. 11.)
- Vice-President.**
- Quorum.** 7. The Directors at any meeting at which not less than a quorum are present, shall be competent to use and exercise all and any of the powers vested in them; (31 V. Can. c. 68, s. 14, sub. 12.)
- Acts of majority to bind the whole.** 8. The act of a majority of a quorum of the Directors present at any meeting regularly held, shall be deemed the act of the Directors; (31 V. Can. c. 68, s. 14, sub. 13.)
- Casting vote.** 9. No Director shall have more than one vote except the Chairman, who shall, in case of a division of equal numbers, have the casting vote; (31 V. Can. c. 68, s. 14, sub. 14.)
- Directors to be subject to Shareholders and By-laws.** 10. The Directors shall be subject to the examination and control of the shareholders *and stockholders(a)* at their annual meetings, and be subject to all by-laws of the Company, and to the orders and directions from time to time made at the annual or special meetings, such orders and directions not being contrary to any express directions or provisions of *this Act*; (31 V. Can. c. 68, s. 14, sub. 15.)
- Officers of Company cannot be Directors or contractors.** 11. No person holding any office, place or employment in or being concerned or interested in any contracts under or with the Company, shall be capable of being chosen a Director, or of holding the office of Director, nor shall any person being a Director of the Company enter into, or be directly or indirectly, for his own use and benefit, interested in any contract with the Company, not relating to the purchase of land necessary for the railway, or be or become a partner of any contractor with the Company; (31 V. Can. c. 68, s. 14, sub. 16.)
- By-laws for management of stock, &c.** 12. The directors shall make by-laws for the management and disposition of the stock, property, business and affairs of the Company, not inconsistent with the laws of Canada, and for the appointment of all officers, servants and artificers, and prescribing their respective duties; (31 V. Can. c. 68, s. 14, sub. 17.)
- May appoint officers.** 13. The directors shall, from time to time, appoint such officers:
- (a) See note a page 49.

as they deem requisite, and shall take sufficient security, by one or more penal bonds, or by the guarantee of the European Assurance Society, or of any society incorporated for like purposes, as they may deem expedient or otherwise, from the manager and officers for the time being, for the safe keeping and accounting for by them respectively of the moneys raised by virtue of *this* Act, and for the faithful execution of their offices, as the directors think proper; (31 V. Can. c. 68, s. 14, sub. 18.)

14. In case of the absence or illness of the president, the vice-president shall have all the rights and powers of the president, and may sign all notes, bills, debentures and other instruments, and perform all acts which, by the regulations and by-laws of the Company or by this Act, are required to be signed, performed and done by the president; (31 V. Can. c. 68, s. 14, sub. 19.)

Vice-President to act in the absence of the President.

15. The directors may at any meeting require the secretary to enter such absence or illness among the proceedings of such meeting, and a certificate thereof signed by the secretary shall be delivered to any person or persons requiring the same on payment to the treasurer of one dollar, and such certificate shall be taken and considered as *prima facie* evidence of such absence or illness, at and during the period in the said certificate mentioned, in all proceedings in courts of justice or otherwise. (31 V. Can. c. 68, s. 14, sub. 20.)

Absence of President may be entered in the minutes, and certified, &c.

78. Any general meeting may remove a Director, not being one of those appointed by the said municipal corporations, or the Government, by a resolution of the intention to propose which notice shall have been given in the advertisement convening the meeting, and the same or any other general meeting may elect another Director in the place of the one so removed, and any casual vacancy otherwise occurring either by death, absence or resignation in the Board of Directors among those not appointed by the said municipal corporations, may be filled up by the Directors: Provided that any person chosen under either part of this section shall retain his office so long only as the vacating Director would have retained the same; but if such appointment be not made, such death, absence, or resignation shall not invalidate the acts of the remaining Directors. (31 V. Can. c. 68, s. 14, sub. 10; 38 V. Can. c. 65, s. 47.)

Removal of Directors and filling of vacancies.

Proviso

79. The qualification of a Director, other than those appointed by the said municipal corporations, or by the Government, shall be the holding in his own right, or in right of his wife, of stock or bonds to the amount of two hundred pounds sterling; and the office of a Director shall be vacated on his ceasing to hold such qualification. (38 V. Can. c. 65, s. 48.)

Qualification of a Director.

80. The quorum for any general meeting of the Company shall be the presence, either in person or by proxy, of the holders of stock or bondholders entitled to vote to the amount of one hundred thousand pounds sterling. (38 V. Can. c. 65, s. 49.)

Quorum at meetings.

Right of
Bondholders
to vote.

81. Every hundred pounds sterling of stock shall entitle the holder thereof to one vote at general meetings. (38 V. Can. c. 65, s. 50.)

Certain of them
to be deemed
stockholders
for that pur-
pose.

82. The holders of all outstanding bonds of the Company heretofore entitled to vote, and upon amalgamation of the Extension Company with the Company under the provisions of this Act, such holders of bonds (if any) as may for the time being be entitled to vote and qualify as Directors under the *eighty-third section of this Act* shall be deemed to be stockholders within the meaning of the *sixty-ninth, seventy-first, seventy-sixth, seventy-seventh, and eighty-first sections of this Act*, the amount of stock deemed to be held by them being equal to the nominal amount of their bonds respectively. (38 V. Can. c. 65, s. 51.)

Rights of
bondholders
upon default
of Company.

83. *After the amalgamation of the Company and the Extension Company, if the Company shall make default in paying the principal or interest of any of the bonds authorized by the Act of the Legislature of the Province of Ontario, thirty-fifth Victoria, Chapter forty-three, at the time when the same shall by the terms of the bond become due and payable, then at the next ensuing general annual meeting of the Company, and all subsequent meetings, all holders of bonds so being and remaining in default shall, in respect thereof, have and possess the same rights and privileges and qualifications for Directors as would be attached to them as shareholders if they had held fully paid up shares of the Company to a corresponding amount: Provided, nevertheless, that the right given by this section shall not be exercised by any bondholder unless the bonds in respect of which he shall claim to exercise such rights shall have been first registered in his name in the same manner as is provided by law for the registration of the shares of the Company, and for that purpose the Company shall be bound on demand to register any of the said bonds in the name of the holder thereof, and to register any transfers thereof in the same manner as a transfer of shares; Provided also that the exercise of the rights given by this section shall not take away, limit or restrain any other, of the rights or remedies to which the holders of the said bonds shall be entitled.* (35 V. Ont. c. 48, s. 28.)

Proxies of
Directors.
Proviso.

84. It shall be lawful for any Director to give, and at his pleasure revoke, a general proxy to any other Director to vote for him at the Board; but no proxy or power of attorney by which the Director holding it might be obliged to vote in a particular sense on any question shall be permitted. (38 V. Can. c. 65, s. 53.)

Meetings of
Directors.

85. The Directors may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit, and determine the quorum necessary for the transaction of business. Unless and until the Directors otherwise de-

Quorum.

termine, the quorum for a meeting of the Board shall be four, present in person or represented by proxy. (38 V. Can. c. 65, s. 54.)

86. The Board may from time to time appoint any Directors in England as a committee, of which a majority shall be a quorum, and may delegate to such committee all such of its powers as the Board shall from time to time determine. (38 V. Can. c. 65, s. 55.)

87. The Board may cause a special common seal of the Company to be made for use in England, and may commit the use of such seal to a committee composed of Directors being from time to time in England. (38 V. Can. c. 65, s. 56.)

88. It shall be lawful for the Board to give and at its pleasure revoke a general proxy or power of attorney under seal of the Company, to any Director or to the General Manager for the time being of the Company, to act in England on behalf of such Board, and for such purpose to delegate to such Director or General Manager all such of its powers as the said Board may see fit. (38 V. Can. c. 65, s. 57.)

PROMISSORY NOTES, WORKING EXPENSES, &c.

89. The Company shall have power to draw, make, accept and endorse all bills of exchange and promissory notes in sums of not less than one hundred dollars, necessary for the carrying on of the business of its railways, and the Directors may, from time to time, by instrument under the seal of the Company, appoint any agent or agents to make, draw, accept and endorse such bills and notes on behalf of the Company, and every such bill or note so made, drawn or accepted or endorsed, shall be binding upon the Company, and in no case shall it be necessary that the seal of the Company be affixed to any such bill or note, nor shall the agent making, drawing, accepting or endorsing the same on behalf of the Company be individually responsible therefor; Provided that nothing in this section shall be construed to authorize the Company to issue notes or bills of exchange payable to bearer, or intended to be circulated as money, or as the notes or bills of a bank. (38 V. Can. c. 65, s. 60.)

90. The Company may enter into any arrangements with any other Railway Company or Companies for the working of their railways on such terms and conditions as the Directors of the several Companies may agree on, or for leasing or hiring from such other Company or Companies any portion of their railway, or the use thereof, or for the leasing or hiring any locomotives or other movable property from such Companies or persons, and generally to make any agreement or agreements with any other Company touching the use by one or the other, or by both Companies, of the railway or rolling

Proviso. stock of either or both, or any part thereof, or touching any service to be rendered by the one Company to the other and the compensation therefor: and any such agreement shall be valid and binding according to the terms and tenor thereof; Provided that the assent of at least two-thirds of the shareholders present at a general special meeting of the respective Companies to be called for the purpose shall be first obtained. (38 V. Can. c. 65, s. 61.)

Certain items of outlay may be paid as working expenses.

91. The Company shall pay, as working expenses, in priority to any payment of principal or interest on any bonds forming part of the loan capital of the Company other than any interest already made, a charge in the nature of a rental upon the earnings of any railway of the Company, which interest is still to be recognised and included in the working expenses of the railway upon the earnings of which the same is charged, the expenses following, that is to say, all expenses of maintenance of its railways, and of its stations, sidings, buildings, works, warehouses, elevators, appliances and conveniences belonging thereto, and of the rolling and other stock and movable plant used in the working of its railways, and also such rents or annual sums as may be paid in respect of warehouses, wharves, or other property, including land leased to or held by the Company, and also all expenses of and incident to working the railways of the Company, and the traffic thereon, including stores or consumable articles; also, rates, taxes, insurance and compensation for accidents or losses: also all salaries and wages of persons employed in or about or for the working of the said railways and traffic, and all secretarial and establishment expenses, including Directors' fees, agency, legal and all other incidental working expenses whatsoever; Provided always, that nothing herein contained shall limit, restrict, or prejudicially affect the rights of any holders of bonds charged upon any separate part of the undertaking of the Company. (38 V. Can. c. 65, s. 62.)

Proviso.
Saving rights of certain bondholders.

H. M. vessels free from toll at Harbours, &c.

92. All ships and vessels owned by or belonging to, or in the use of Her Majesty, or the Government of the Dominion, shall from time to time have free access and privilege of occupancy and sheltering under, and using the privileges, safeties, wharves and dry-docks or railways forming part of the Company's undertaking, under the fourth and fifth heads of the *thirty-third* section hereof, free of all tolls or duties whatsoever. (38 V. Can. c. 65, s. 63.)

Running powers granted to Midland and Grand Junction Railway Companies on certain conditions; compensation, how settled if not agreed upon.

93. Upon the opening for traffic of any line of Railway extending northwards from Gravenhurst for the purpose of establishing a connection with the Pacific Railway or the Georgian Bay branch thereof, the Company shall grant through running powers over its line as far as Gravenhurst to the Midland Railway and to the Grand Junction Railway Company, from the point of intersection of the Midland Railway, at or near Atherley, for the benefit of the said respective Companies

and for the working of their through traffic from and to all points south of such point of intersection; Provided that such running powers shall not include any right to the said respective Companies, or either of them, to engage or participate in or to operate upon or over the line of the Company, any local traffic served by, collected at, or belonging to the places at or for which the Company shall have established stations on any part of the line of the Company, including Atherley and Gravenhurst; and provided also, that the terms and conditions of such running powers, and the tolls and compensations to be paid for the same, shall be mutually agreed upon between the Company and each of the other Companies respectively, and in the event of disagreement, such terms and conditions, tolls and compensations, shall be settled by three arbitrators, one arbitrator to be appointed by each Company, and the third by the Governor-General in Council, and the award in writing of such arbitrators, or of the majority of them, shall be binding upon the said Companies: and provided also that this Act shall not prejudice or interfere with any running powers to which any Railway Company may now be entitled under any Order in Council made by the Lieutenant-Governor of Ontario. (38 V. Can. c. 65, s. 64.)

94. Nothing herein contained shall be construed to exempt the Company or its undertaking from the provisions of any general Act relating to Railways which may be passed during the present or any future session of Parliament. (38 V. Can. c. 65, s. 65.)

THE RAILWAY COMMITTEE.

95. The Governor-General may, from time to time, appoint such members of the Privy Council, to the number of four at least, as he may see fit, to constitute the Railway Committee of the Privy Council, and such Committee shall have the powers and perform the duties assigned to them by this Act. (31 V. Can. c. 68, s. 23.)

96. The Railway Committee shall appoint one of its members to be Chairman, and the Deputy of the Minister of Public Works or some other fit person appointed by the Committee shall be the Secretary of the Committee. (31 V. Can. c. 68, s. 24.)

97. The Company shall not open any Railway or portion of any Railway for the public conveyance of passengers until one month after notice in writing of the intention to open the same has been given by the Company to the Railway Committee, and until ten days after notice in writing has been given by the Company to the Railway Committee of the time when the Railway or portion of Railway will be, in the opinion of the Company, sufficiently completed for the safe conveyance of passengers, and ready for inspection. (31 V. Can. c. 68, s. 25.)

98. If the Company opens any Railway or portion of a Railway without such notices, the Company shall forfeit to Her Majesty the

Proviso.

Company subject to any general Act.

Duties.

May appoint a Chairman and a Secretary.

Railway not to be opened till after one month's notice to Railway Committee of intention to open the same.

Penalty for contravention

sum of two hundred dollars for every day during which the same continues open, until the notices have been duly given and have expired. (31 V. Can. c. 68, s. 26.)

Railway Committee, upon report of an Engineer and sanction of Governor in Council, may postpone the opening of road.

99. The Railway Committee upon receiving such notification, shall direct one or more of the Engineers attached to the Department of Public Works, to examine the Railway proposed to be opened, and all bridges, culverts, tunnels, road crossings and other works and appliances connected therewith, and also all engines and other rolling stock intended to be used thereon, and if the Inspecting Engineer or Engineers report in writing to the Railway Committee that, in his or their opinion, the opening of the same would be attended with danger to the public using the same, by reason of the incompleteness of the works or permanent way, or the insufficiency of the establishment for working such Railway, together with the ground of such opinion, the Railway Committee, with the sanction of the Governor in Council, and so from time to time, as often as such Engineer or Engineers, after further inspection thereof, so report, may order and direct the Company to postpone such opening not exceeding one month at any one time until it appears to the Committee that such opening may take place without danger to the public. (31 V. Can. c. 68, s. 27.)

Penalty for opening contrary to the order of the Committee.

100. If the Company opens any Railway, or any portion thereof, contrary to such order or direction of the Railway Committee, the Company shall forfeit to Her Majesty the sum of two hundred dollars for every day during which the same continues open contrary to such order or direction. (31 V. Can. c. 68, s. 28.)

When only such order to be binding on the Company.

101. No such order shall be binding upon the Company unless therewith is delivered to the Company a copy of the report of the Inspecting Engineer or Engineers on which the order is founded. (31 V. Can. c. 68, s. 29.)

Committee may cause any work to be inspected, and may on report of Engineer, condemn the Railway or rolling stock with sanction of Gov. in Council, and may order certain alterations in the works, &c.

102. The Railway Committee, whenever they receive information to the effect that any bridge, culvert, viaduct, tunnel, or any other portion of the Railway, or any engine, car, or carriage used or for use on the Railway, is dangerous to the public using the same, from want of repair, insufficient or erroneous construction or from any other cause, or whenever circumstances may arise which, in their opinion, render it expedient, may direct any Engineer or Engineers as aforesaid to examine and inspect the Railway or any portion thereof or of the works connected therewith, or the engines and other rolling stock in use thereon or any portion thereof, and upon the report of the Engineer or Engineers may condemn the Railway or any portion thereof or any of the rolling stock or other appliances used thereon, and with the approval of the Governor in Council, may require any change or alteration therein or in any part thereof, or the substitution of any new bridge, culvert, viaduct or tunnel, or of any material for the said Railway, and thereupon the Company shall, after notice thereof in writing signed by the Chairman of the Committee and countersigned by the Secretary thereof, proceed to make good or remedy the defects in the said portions of the Railway, or in the locomotive, car or carriage which have been so condemned, or shall make such change, alteration or substitution hereinbefore referred to as has been required in manner aforesaid by the Committee. (31 V. Can. c. 68, s. 30.)

103. If in the opinion of any such Engineer, it is dangerous for trains or vehicles to pass over the Railway, or any portions thereof, until alterations, substitutions or repair have been made thereon, or that any particular car, carriage or locomotive should be run or used, the said Engineer may forthwith forbid the running of any train or vehicle over such Railway or portion of Railway, or the running or using of any such car, carriage or locomotive, by delivering or causing to be delivered to the President, Managing Director, Secretary, Superintendent, or to any Officer of the Company having the management or control of the running of trains a notice in writing to that effect, with his reasons therefor, in which he shall distinctly point out the defects or the nature of the danger to be apprehended. (31 V. Can. c. 68, s. 31.)

Inspecting Engineer may in case of danger, forbid the running of Trains, &c.

104. The Inspecting Engineer shall forthwith report the same to the Railway Committee, who, with the sanction of the Governor in Council, may either confirm, modify or disallow the act or order of the Inspecting Engineer, and such confirmation, modification or disallowance shall be duly notified to the Company. (31 V. Can. c. 68, s. 32.)

Must report to the Committee, who may confirm or disallow his order.

105. Any Engineer or Engineers so appointed as aforesaid to inspect any railway or works, may at all reasonable times, upon producing his authority if required, enter upon and examine the said railway and stations, fences or gates, road crossings, cattle guards, works and buildings, and the engines, cars and carriages belonging thereto. (31 V. Can. c. 68, s. 33.)

Power of Engineer to examine the works, &c.

106. The Company and the Officers and Directors thereof shall afford to the Inspecting Engineer or Engineers such information as may be within their knowledge and power in all matters inquired into by them, and shall submit to such Inspecting Engineer or Engineers all plans, specifications, drawings and documents relating to the construction, repair or state of repair of such railway or any portion thereof, whether a bridge, culvert or other part; (31 V. Can. c. 68, s. 34, sub. 1.)

Company to afford all necessary information to Engineer.

2. Any such Inspecting Engineer shall have the right, whilst engaged in the business of such inspection, to travel without charge on any of the ordinary trains running on the Railway, and to use the telegraph wires and machinery in the offices of or under the control of the Company; (31 V. Can. c. 68, s. 34, sub. 2.)

Engineer to be conveyed by Company.

3. The operators or officers employed in the telegraph offices of or under the control of the Company, shall, without unnecessary delay, obey all orders of any such Inspecting Engineer for transmitting messages, and any such operator or officer refusing or neglecting so to do, shall forfeit for every such offence the sum of forty dollars; (31 V. Can. c. 68, s. 34, sub. 3.)

Telegraph operators to obey his orders

4. The authority of any such Inspecting Engineer shall be sufficiently evidenced by instructions in writing, signed by the Chairman of the Railway Committee and countersigned by the Secretary thereof. (31 V. Can. c. 68, s. 34, sub. 4.)

Proof of his authority.

Governor may order permanent bridges to be substituted for movable bridges.

Penalty for neglect.

Certain powers vested in Railway Committee with respect to crossing public highways, on a level.

The Company may be required to repair any level crossing out of repair.

Inspecting Engineer's certificate to be conclusive.

Provided.

107. The Governor in Council, upon the Report of the Railway Committee, may authorize or require the Company to construct fixed and permanent bridges or to substitute such bridges in the place of the swing, draw or movable bridges on the line of the *Railway*, within such time as the Governor in Council directs; and for every day after the period so fixed during which the Company uses such swing, draw or movable bridges, the Company shall forfeit and pay to Her Majesty the sum of two hundred dollars; and it shall not be lawful for the Company to substitute any swing, draw or movable bridge in the place or stead of any fixed or permanent bridge already built and constructed without the previous consent of the Railway Committee. (31 V. Can. c. 68, s. 35.)

108. In any case where the *Railway* is constructed or authorized to be constructed, across any turnpike road, street or other public highway, on the level, the Railway Committee, if it appears to them necessary for the public safety, may, with the sanction of the Governor in Council, authorize and require the *Company*, within such time as the said Committee directs, to carry such road, street or highway either over or under the said *Railway*, by means of a bridge or arch, instead of crossing the same on the level, or to execute such other works as under the circumstances of the case appear to the said Committee the best adapted for removing or diminishing the danger arising from such level crossing; and all the provisions of law at any such time applicable to the taking of land by the *Company* and its valuation and conveyance to it, and to the compensation therefor, shall apply to the case of any land required for the construction of any works for effecting the alteration of such level crossing. (31 V. Can. c. 68, s. 36.)

109. Whenever any level crossing on any *Railway of the Company* shall be out of repair, the Chief Officer of the Municipality, or other local division, having jurisdiction over the *Railway* so crossed, may serve a notice upon the Company in the usual manner, requiring the repair to be forthwith made; and if the Company shall not forthwith make the same, such officer may transmit a copy of the notice so served to the Secretary of the Railway Committee; and thereupon it shall be the duty of the Committee, with all possible despatch, to appoint a day for an examination into the matter; and shall, by mail, give notice to such Chief Officer, and to the Company, of the day so fixed; and upon the day so named such crossings shall be examined by an Engineer appointed by the Railway Committee; and any certificate under his hand shall be final on the subject so in dispute between the parties; and if the said Engineer determines that any repairs are required, he shall specify the nature thereof in his certificate, and direct the Company to make the same; and the Company shall thereupon, with all possible despatch, comply with the requirements of such certificate; and in case of default the proper authority in the municipality or other local division, within whose jurisdiction the said crossing is situate, may make such repairs, and may recover all costs, expenses and outlays in the premises, by action against the Company in any Court of competent jurisdiction, as money paid to the Company's use; Provided always that neither this section nor any proceeding had thereunder shall at all affect any liability otherwise attaching to such Company in the premises. (31 V. Can. c. 68, s. 37.)

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110. The Railway Committee, or the Inspecting Engineer or Engineers, may limit the number of times or rate of speed of running of trains or vehicles, upon any Railway or portion of Railway, until such alterations or repairs as they or he may think sufficient have been made, or until such times as they or he think prudent; and *the Company* shall comply forthwith with any such order of the Railway Committee or Inspecting Engineer, upon notice thereof as aforesaid; and for every act of non-compliance therewith *the Company* shall forfeit to Her Majesty the sum of two thousand dollars. (31 V. Can. c. 68, s. 38.)

When the Committee may regulate speed, &c.

Penalty for non-compliance.

111. *The Company* shall, as soon as possible, and at least within forty-eight hours after the occurrence upon the Railway belonging to *the Company* of any accident attended with serious personal injury to any person using the same, or whereby any bridge, culvert, viaduct or tunnel on or of the Railway has been broken or so damaged as to be impassable or unfit for immediate use, give notice thereof to the Railway Committee; and if *the Company* wilfully omits to give such notice *the Company* shall forfeit to Her Majesty the sum of two hundred dollars for every day during which the omission to give the same continues. (31 V. Can. c. 68, s. 39.)

Notice of accidents to be given to the Committee.

112. No inspection had under *this Act* nor anything in *this Act* contained or done or ordered or omitted to be done or ordered under or by virtue of the provisions of *this Act*, shall relieve or be construed to relieve *the Company*, of or from any liability or responsibility resting upon it by law, either towards Her Majesty or towards any person, or the wife or husband, parent or child, executor or administrator, tutor or curator, heir or other personal representative of any person for anything done or omitted to be done by *the Company*, or for any wrongful act, neglect or default, misfeasance, malfeasance or nonfeasance, of *the Company*, or in any manner or way to lessen such liability or responsibility, or in any way to weaken or diminish the liability or responsibility of *the Company* under the laws in force in the Province in which such liability or responsibility arises. (31 V. Can. c. 68, s. 40.)

Inspection not to relieve *Company* from liability.

113. *The Company* shall, as soon as possible after the receipt of any order or notice of the Railway Committee or Inspecting Engineer, give cognizance thereof to each of its officers and servants, in one or more of the ways mentioned in the *one hundred and ninth* section of *this Act*. (31 V. Can. c. 68, s. 41.)

Company to notify orders of Board to its officers, &c.

114. All orders of the Railway Committee shall be considered as made known to *the Company* by a notice thereof signed by the Chairman and countersigned by the Secretary of the Board, and delivered to the President, Vice-President, Managing Director, Secretary or Superintendent of the Company, or at the office of the Company; and orders of the Inspecting Engineer or Engineers shall be deemed to be made known to *the Company*, by a notice thereof, signed by the Engineer or Engineers, and delivered as above mentioned. (31 V. Can. c. 68, s. 42.)

What to be deemed sufficient notice thereof.

115. *The Company* shall, within one month after the first days of January and July in each and every year, make to the Railway Committee, under the oath of the President, Secretary or Superin-

Return of accidents to be made semi-annually, and what to contain.

tendent of the Company, a true and particular return of all accidents and casualties (whether to life or property) which have occurred on the Railways of the Company during the half-year next preceding each of the said periods respectively, setting forth :

1. The causes and natures of such accidents and casualties ;
2. The points at which they occurred, and whether by night or by day ;
3. The full extent thereof, and all the particulars of the same ; and,
4. Shall also at the same time return a true copy of the existing by-laws of the Company, and of its rules and regulations for the management of the Company and of its Railway. (31 V. Can. c. 68, s. 43.)

Form to be appointed by the Railway Committee. Penalty for neglect.

116. The Railway Committee may order and direct, from time to time, the form in which such returns shall be made up, and may order and direct *the Company* to make up and deliver to them from time to time, in addition to the said periodical returns, returns of serious accidents occurring in the course of the public traffic upon the Railway belonging to the Company, whether attended with personal injury or not, in such form and manner as the Committee deem necessary and require for their information with a view to the public safety. (31 V. Can. c. 68, s. 44.)

Penalty for neglect.

117. If such returns so verified be not delivered within the respective times herein prescribed, or within fourteen days after the same have been so required by the Committee, *the Company* shall forfeit to Her Majesty the sum of one hundred dollars for every day during which the Company neglects to deliver the same. (31 V. Can. c. 68, s. 45.)

Such returns to be privileged communications.

118. All such returns shall be privileged communications, and shall not be evidence in any Court whatsoever. (31 V. Can. c. 68, s. 46.)

TRAFFIC ARRANGEMENTS.

The Company may agree with other Companies respecting traffic.

119. The Directors of *the Company* may, at any time, make agreements or arrangements with any other Company, either in Canada or elsewhere, for the regulation and interchange of traffic passing to and from their Railways, and for the working of the traffic over the said Railways respectively, or for either of those objects separately, and for the division and apportionment of tolls, rates and charges in respect of such traffic, and generally in relation to the management and working of the Railways, or any of them, or any part thereof, and of any Railway or Railways in connection therewith, for any term not exceeding twenty-one years, and to provide, either by proxy or otherwise, for the appointment of a Joint Committee or Committees for the better carrying into effect any such agreement or arrangement, with such powers and functions as may be considered necessary or expedient, subject to the consent of two-thirds of the Stockholders voting in person or by proxy ; (31 V. Can. c. 68, s. 48, sub. 1.)

2. But every Railway Company shall, according to their respective powers, afford all reasonable facilities to any other Railway Company, for the receiving and forwarding and delivering of traffic upon, and from the several Railways belonging to or worked by such Companies respectively, and for the return of carriages, trucks and other vehicles; and no Company shall give or continue any preference or advantage to, or in favour of any particular Company, or any particular description of traffic, in any respect whatsoever, nor shall any Company subject any particular Company or any particular description of traffic, to any prejudice or disadvantage in any respect whatsoever; and every Railway Company having or working a Railway which forms part of a continuous line of Railway, or which intersects any other Railway, or which has any terminus, station or wharf of the one near any terminus, station or wharf of the other, shall afford all reasonable facilities for receiving and forwarding by the one Railway all the traffic arriving by the other, without any unreasonable delay, and without any preference or advantage, or prejudice or disadvantage, and so that no obstruction may be offered in the using of such Railway as a continuous line of communication, and so that all reasonable accommodation may, at all times, by the means aforesaid, be mutually afforded by and to the said Railway Companies; and any agreement made between any two or more Railway Companies, contrary to the foregoing provisions, shall be unlawful, null and void; (31 Can. c. 68, s. 48, sub. 2.)

Agreements made in contravention of this Act to be void.

3. If the Company grants any facilities to any Incorporated Express Company, it shall grant equal facilities on equal terms and conditions to any other Incorporated Express Company demanding the same; (31 V. Can. c. 68, s. 48, sub. 3.)

Must grant equal facilities to Express Companies.

4. If any officer, servant or agent of any Railway Company, having the superintendence of the traffic at any station or depot thereof, refuses or neglects to receive, convey or deliver at any station or depot of the Company for which they may be destined, any passenger, goods or things brought, conveyed or delivered to him or to such Company, for conveyance over or along their Railway from that of any other Company, intersecting or coming near to such first mentioned Railway—or in any way wilfully contravenes the provisions of the second subsection of this section—such first-mentioned Railway Company or such officer, servant or agent, personally, shall, for each such neglect or refusal, incur a penalty not exceeding fifty dollars, over and above the actual damages sustained; which penalty may be recovered with costs, in a summary way, before any Justice of the Peace, by the Railway Company or any other party aggrieved by such neglect or refusal, and to and for the use and benefit of the Company, or other party so aggrieved; (31 V. Can. c. 68, s. 48, sub. 4.)

Penalty on Companies or their officers refusing or neglecting to forward traffic as above required.

How recoverable and how to be applied.

5. For the purposes of the four next preceding subsections, the word "Traffic" includes not only passengers and their baggage, goods, animals and things conveyed by Railway, but also cars, trucks and vehicles of any description adapted for running over any Railway—the word "Railway" includes all stations and depots of the Railway; and a Railway shall be deemed to come near another when some part of the one is within one mile of some part of the other; (31 V. Can. c. 68, s. 48, sub. 5.)

Interpretation of word "Traffic."

Railway Company, &c.

RAILWAY CONSTABLES.

Constables may be appointed to act on the line of any Railway, and how.

120. The Justices of the Peace for any County in the Province of Ontario, *within whose local jurisdiction the Company's line of Railway passes*, assembled at any General or Quarter Sessions of the Peace, on the application of the Board of Directors of *the Company*, or on the application of any Clerk or Agent of the Company thereto authorized by such Board, may, in their discretion, appoint any persons recommended to them for that purpose by such Board of Directors, Clerk or Agent, to act as Constables on and along *the Railway*; and every person so appointed shall take an oath or make a solemn declaration in the form or to the effect following, that is to say:

Oath of office.

"I, A. B., having been appointed a Constable to act upon and along *the Northern Railway of Canada*, under the provisions of the "Railway Act, 1868, do swear that I will well and truly serve Our Sovereign Lady the Queen, in the said office of Constable, without favour or affection, malice or ill-will, and that I will, to the best of my power, cause the peace to be kept, and prevent all offences against the peace, and that while I continue to hold the said office, I will, to the best of my skill and knowledge, discharge the duties thereof faithfully, according to law. So help me God." (31 V. Can. c. 68. s. 49, sub. 1.)

By whom to be administered.

2. Such oath or declaration shall be administered in the Province of Ontario, by any one such Justice; and every Constable so appointed, and having taken such oath or made such declaration, shall have full power to act as a Constable for the preservation of the peace, and for the security of persons and property against felonies and other unlawful acts, on *the Railway*, and on any of the works belonging thereto, and on and about any trains, roads, wharves, quays, landing-places, warehouses, lands and premises belonging to *the Company*, whether the same be in the county, city, town, parish, district or other local jurisdiction within which he was appointed, or in any other place through which *the Railway* passes, or in which the same terminates, or through or to which any Railway passes, which may be worked or leased by *the Company*, and in all places not more than one quarter of a mile distant from *the said Railway* or Railways; and shall have all such powers, protections and privileges for the apprehending of offenders, as well by night as by day, and for doing all things for the prevention, discovery and prosecution of felonies and other offences, and for keeping the peace, which any Constable duly appointed has within his Constableness; and it shall be lawful for any such Constable to take such persons as may be punishable by summary conviction for any offence against the provisions of *this Act*, or any of the Acts or By-laws affecting *the Railway*, before any Justice or Justices appointed for any county, city, town, parish, district or other local jurisdiction within which *the Railway* may pass; and every such Justice shall have authority to deal with all such cases, as though the offence had been committed and the person taken within the limits of his own local jurisdiction; (31 V. Can. c. 68, s. 49, sub. 2.)

Powers of such Constables, and to what localities they shall extend.

Duties and powers of such Constables.

Dismissal of any such Constable.

3. Any two Justices of the Peace in the Province of Ontario may dismiss any such Constable, who may be acting within their jurisdiction; and the Board of Directors of the Company, or any Clerk or

Agent of the Company thereto authorized by such Board, may dismiss any such Constable who may be acting on the Railway; and upon every such dismissal all powers, protections and privileges belonging to any such person by reason of such appointment shall wholly cease; and no person so dismissed shall be again appointed or act as a Constable for the Railway, without the consent of the authority by which he was dismissed; (31 V. Can. c. 68, s. 49, sub. 3.)

4. The Company shall cause to be recorded in the office of the Clerk of the Peace for every county, city, town, parish, district, or other local jurisdiction wherein its Railway or Railways may pass, the name and designation of every Constable so appointed at its instance, the date of his appointment, and the authority making it, and also the fact of every dismissal of any such Constable, the date thereof and the authority making the same, within one week after the date of such appointment or dismissal, as may be; and every such Clerk of the Peace shall keep such record in a book, to be open to public inspection, charging such fee or fees as the Railway Committee may from time to time authorize, and in such form as the Committee may from time to time direct; (31 V. Can. c. 68, s. 49, sub. 4.)

Record of appointment of each Constable to be kept.

5. Every such Constable who is guilty of any neglect or breach of duty in his office of Constable, shall be liable, on summary conviction thereof, within any county, city, district, or other local jurisdiction wherein the Railway may pass, to a penalty of not more than eighty dollars, the amount of which penalty may be deducted from any salary due to such offender, if such Constable be in receipt of a salary from the Company, or to imprisonment, with or without hard labour, for not more than two months, in the gaol of such county, city, district or other local jurisdiction; (31 V. Can. c. 68, s. 49, sub. 5.)

Punishment of Constables guilty of neglect of duty.

6. Every person who assaults or resists any Constable appointed as aforesaid, in the execution of his duty, or who incites any person, shall, for every such offence, be liable, on summary conviction, to a penalty of not more than eighty dollars, or to imprisonment, with or without hard labour, for not more than two months. (31 V. Can. c. 68, s. 49, sub. 6.)

And of persons resisting them.

BY-LAWS.

121. The Company shall make such by-laws rules and regulations, to be observed by the conductors, engine drivers and other officers and servants of the Company, and by all other Companies and persons using the Railway of the Company, and such regulations with regard to the construction of the carriages and other vehicles to be used in the trains on the Railway of the Company, as are requisite for ensuring the perfect carrying into effect of the provisions of this Act, and the orders and regulations of the Railway Committee; (31 V. Can. c. 68, s. 50.)

Company to make By-laws for regulation of conductors and other officers, &c.

1. The Company may from time to time repeal or alter such by-laws and make others, provided that such by-laws be not repugnant laws to the provisions of this Act; (38 V. Can. c. 24, s. 2.)

Altering By-laws.

- Form.** 2. And such by-laws shall be reduced into writing and shall have affixed thereto the common seal of the Company; (38 V. Can. c. 24, s. 2.)
- Imposing penalties.** 3. Any of the conductors, engine drivers, and other officers and servants of the Company or other Railway Companies using the railway, offending against any such By-law, shall forfeit for every such offence a sum not exceeding forty dollars, to be imposed by the Company in such By-law as a penalty for every such offence; (38 V. Can. c. 24, s. 2.)
- Summary, interference allowed in certain cases.** 4. If the infraction or non-observance of any such By-law by any of the classes in the preceding sub-section mentioned as aforesaid be attended with danger or annoyance to the public or hindrance to the Company in the lawful use of the railway, it shall be lawful for the Company summarily to interfere, using no violence or unnecessary force to obviate or remove such danger, annoyance or hindrance and, that without prejudice to any penalty incurred by the infraction of any such By-law; (38 V. Can. c. 24, s. 2.)
- Sanction of Governor in Council.** 5. No such By-law shall have force or effect until the same has been approved by the Governor-General in Council; (38 V. Can. c. 24, s. 2.)
- How such By-laws shall be notified to railway servants and to the public respectively.** 6. The substance of any such By-law when approved as aforesaid if it affects any officer or servant of the Company may be proved by proving the delivery of a copy to, or its receipt by such officer or servant, and if it affects any other Railway Company using the railway shall be painted on boards or printed on paper and pasted on boards and hung up and affixed and continued on the front or other conspicuous part of every wharf or station belonging to the Company, according to the nature or subject matter of such By-laws respectively, and so as to give public notice thereof to the parties interested therein, or affected thereby: and such boards shall from time to time be renewed as often as the by-laws thereon or any part thereof shall be obliterated or destroyed, and no penalty imposed by any such By-law shall be recoverable unless the same shall have been published, and kept published in manner aforesaid; (38 V. Can. c. 24, s. 2.)
- What parties are bound by such By-laws. Proof thereof.** 7. Such By-laws when so confirmed shall be binding upon and be observed by all parties in the third sub-section mentioned, and shall be sufficient to justify all persons acting under the same, and for proof of the publication of any such By-laws affecting only any other railway Company using the railway, it shall be sufficient to prove that a printed paper or painted board, containing a copy of such By-laws, was affixed and continued in manner by *this* Act directed, and in case of its being afterwards displaced or damaged, then that such paper or board was replaced as soon as conveniently might be; (38 V. Can. c. 24, s. 2.)
- Company may impose penalties for contravention of By-laws.** 122. The Company may by a By-law impose upon any officer, servant, or person who before the contravention of such By-law has had notice thereof and is employed by the Company, a forfeiture to the Company of not less than thirty days' pay of such officer or servant, for any contravention of such By-law, and may retain any

such forfeiture out of the salary or wages of the offender. (31 V. Can. c. 68, s. 51.)

123. The notice of the By-law or of any order or notice of the Railway Committee, or of the Inspecting Engineer or Engineers, may be proved by proving the delivery of a copy thereof to the officer, servant or person, or that he signed a copy thereof, or that a copy thereof was posted in some place where his work or his duties, or some of them, were to be performed. (31 V. Can. c. 68, s. 52.)

How notice of By-laws or Orders may be proved.

124. Such proof, with a proof of the contravention, shall be a full answer and defence for the Company in any suit for the recovery of the amount so retained, and such forfeiture shall be over and above any penalty under *this* Act. (31 V. Can. c. 68, s. 53.)

When such proof, &c., to be a defence for the Company.

GENERAL PROVISIONS.

125. *The Company* shall not cause any obstruction in or impede the free navigation of any river, stream or canal to or across or along which their Railway is carried. (31 V. Can. c. 68, s. 54.)

Not to impede navigation.

126. If the Railway be carried across any navigable river or canal, the Company shall leave openings between the abutments or piers of their bridge or viaduct over the same, and shall make the same of such clear height above the surface of the water, or shall construct such draw bridge or swing bridge over the channel of the river, or over the whole width of the canal, and shall be subject to such regulations as to the opening of such swing bridge or draw bridge as the Governor in Council from time to time makes. (31 V. Can. c. 68, s. 55.)

Railways crossing rivers, &c., regulated.

127. It shall not be lawful for *the Company* to construct any wharf, bridge, pier or other work upon or over any navigable river, lake or canal, or upon the beach or bed or lands covered with the waters thereof, until they have first submitted the plan and proposed site of such work to the Railway Committee, and the same has been approved; and no deviation from such approved site or plan shall be made without the consent of the Committee. (31 V. Can. c. 68, s. 56.)

Plans to be submitted to the Governor in Council.

128. Nothing contained in the three next preceding sections of *this* Act shall be construed to limit or affect any power expressly given to *the Company* by *this* Act. (31 V. Can. c. 68, s. 57.)

Exception where special powers given by this Act.

129. In all cases where *the* Railway passes any draw or swing bridge over a navigable river, canal or stream which is subject to be opened for the purposes of navigation, the trains shall in every case be stopped at least three minutes, to ascertain from the Bridge Tender that the said bridge is closed and in perfect order for passing, and in default of so stopping during the full period of three minutes the Company shall be subject to a fine or penalty of four hundred dollars. (31 V. Can. c. 68, s. 58.)

When a Railway passes over a swing bridge, &c., train to stop for three minutes.

130. *The Company* shall provide and cause to be used in and upon *its* passenger trains such known apparatus and arrangements as best afford good and sufficient means of immediate communication.

Company to use the best apparatus for communication.

tion between
conductors
and engine-
drivers and
for stopping or
disconnecting
cars, fixing
seats in cars,
&c.

tion between the conductors and the engine-drivers of such trains while the trains are in motion, and good and sufficient means of applying by the power of the steam-engine or otherwise at the will of the engine-driver, or other person appointed to such duty, the brakes to the wheels of the locomotive or tender, or both, or of all or any of the cars or carriages composing the trains, and of disconnecting the locomotive, tender, and cars or carriages from each other by any such power or means, and also such apparatus and arrangements as best and most securely place and fix the seats or chairs in the cars or carriages, and shall alter such apparatus and arrangements or supply new apparatus and arrangements from time to time as the Railway Committee may order. (31 V. Can. c. 68, s. 59.)

Penalty for
not complying
with the last
section.

131. If the Company fails to comply with any of the provisions contained in the next preceding section of *this Act*, it shall forfeit to Her Majesty a sum not exceeding two hundred dollars for every day during which such default continues. (31 V. Can. c. 68, s. 60.)

Further pre-
caution at
level cross-
ings.

132. Every Railway Company shall station an officer at every point on their line crossed on a level by any other Railway, and no train shall proceed over such crossing until signal has been made to the conductor thereof that the way is clear. (31 V. Can. c. 68, s. 61.)

Further pre-
cautions when
one Railway
crosses ano-
ther on a level.

133. Every locomotive or Railway engine or train of cars, on any Railway, shall, before it crosses the track of any other Railway on a level, be stopped for at least the space of one minute. (31 V. Can. c. 68, s. 62.)

Or runs
through a city,
town, &c.

134. No locomotive or Railway engine shall pass in or through any thickly peopled portion of any City, Town or Village at a speed greater than six miles per hour, unless the track is properly fenced. (31 V. Can. c. 68, s. 63.)

Or moves
reversely.

135. Whenever any train of cars is moving reversely in any City, Town or Village, the locomotive being in the rear, the Company shall station on the last car in the train a person who shall warn parties standing on or crossing the track of such Railway, of the approach of such train; and for any contravention of the provisions of this and the three next preceding sections the Company shall incur a penalty of one hundred dollars. (31 V. Can. c. 68, s. 64.)

Foot passen-
gers to use
foot-bridge, if
provided for
that purpose
at level
crossings.

136. If the Railway Committee orders the Company to erect at or near or in lieu of any level crossing of a turnpike road, or other public highway, a foot-bridge or foot-bridges over its Railway for the purpose of enabling persons passing on foot along such turnpike road or public highway to cross the Railway by means of such bridge or bridges, then, from and after the completion of such foot-bridge or foot-bridges so required to be erected, and while the Company keeps the same in good and sufficient repair, such level crossing shall not be used by foot passengers on the said turnpike road or public highway, except during the time when the same is used for the passage of carriages, carts, horses or cattle along the said road. (31 V. Can. c. 68, s. 65.)

137. No horses, sheep, swine or other cattle shall be permitted to be at large upon any highway within a half mile of the intersection of such highway with any Railway on grade, unless such cattle are in charge of some person or persons to prevent their loitering or stopping on such highway at such intersection. (31 V. Can. c. 68, s. 66.)

No cattle to be allowed to be at large on any highway within half a mile of any Railway.

138. All cattle found at large in contravention of the last preceding section may, by any person finding the same at large, be impounded in the nearest pound to the place where the same are so found, and the pound-keeper with whom the same are so impounded shall detain the same in the like manner, and subject to the like regulations as to the care and disposal thereof, as in the case of cattle impounded for trespass on private property. (31 V. Can. c. 68, s. 67.)

Such cattle may be impounded.

139. No person, any of whose cattle being at large, contrary to the provisions of section one hundred and thirty-seven, are killed by any train at such point of intersection, shall have any action against any Railway Company in respect to the same being so killed. (31 V. Can. c. 68, s. 68.)

If killed owner not entitled to any action.

140. At every road and farm crossing on the grade of the Railway, the crossing should be sufficiently fenced on both sides so as to allow the safe passage of the trains. (31 V. Can. c. 68, s. 69.)

Crossings to be fenced.

141. *The Company* shall cause all thistles and other noxious weeds growing on the cleared land or ground adjoining the Railway and belonging to *the Company* to be cut down and kept constantly cut down or to be rooted out of the same. (31 V. Can. c. 68, s. 70.)

Ground belonging to the Company to be cleared of weeds, &c.

142. If *the Company* fails to comply with the requirements of the last preceding section within twenty days after they have been required to comply with the same, by notice from the Mayor, Reeve or Chief Officer of the Municipality of the Township, County or District in which the land or ground lies, or from any Justice of the Peace therein, *the Company* shall thereby incur a penalty of two dollars to the use of the Municipality, for each day during which they neglect to do anything which they are lawfully required to do by such notice, and the said Mayor, Reeve or Officer or Justice of the Peace may cause all things to be done which *the Company* were lawfully required to do by such notice, and for that purpose may enter by himself and his assistants or workmen upon such lands or grounds, and may recover the expenses and charges incurred in so doing, and the said penalty with costs of suit, in any Court having jurisdiction in civil cases to the amount sought to be recovered. (31 V. Can. c. 68, s. 71.)

Consequences of omitting to do so.

143. The interest of the purchase money or rent of any real property acquired or leased by *the Company*, and necessary to the efficient working of the Railway, and the price or purchase money of any real property or thing, without which *the Railway* could not be efficiently worked, shall be considered to be part of the expenses of working *the Railway*, and shall be paid as such out of the earnings of *the Company*; (31 V. Can. c. 68, s. 72, sub. 1.)

Interest of purchase money or rent of real property to be deemed working expenses.

PENAL CLAUSES.

Penalty on persons obstructing free use of Railway.

144. Every person who, by any means or in any manner or way whatsoever, obstructs or interrupts the free use of the Railway, or the carriages, vessels, engines or other works incidental or relative thereto, or connected therewith, shall be guilty of a misdemeanor, and on conviction thereof, shall be punished by imprisonment in the common gaol of the District or County where the conviction takes place, for any term less than two years; or, in the Penitentiary, for a term not to exceed five years, and not less than two years; (31 V. Can. c. 68, s. 72, sub. 2.)

Penalty on persons damaging Railway.

2. All persons wilfully and maliciously, and to the prejudice of the Railway, breaking, throwing down, damaging or destroying the same, or any part thereof, or any of the buildings, stations, depots, wharves, vessels, fixtures, machinery or other works or devices incidental or relative thereto, or connected therewith, or doing any other wilful hurt or mischief, or wilfully or maliciously obstructing or interrupting the free use of the Railway, vessels or works, or obstructing, hindering or preventing the carrying on, completing, supporting and maintaining the Railway, vessels or works, shall be guilty of a misdemeanor, unless the offence committed amounts, under some other Act or Law, to a felony, in which case such person shall be guilty of a felony, and the Court by and before whom the person is tried and convicted, may cause such person to be punished in like manner as persons guilty of misdemeanor or felony, as the case may be, are directed to be punished by the laws in force in Canada. (31 V. Can. c. 68, s. 72, sub. 3.)

If the offence be a felony. Punishment of persons doing any thing to Railway with intent to injure persons or property.

145. If any person wilfully and maliciously displaces or removes any Railway switch or rail of the Railway, or breaks down, rips up, injures or destroys any Railway track or Railway bridge or fence of the Railway or any portion thereof, or places any obstruction whatsoever on any such rail or Railway track, or bridge, with intent thereby to injure any person or property passing over or along the Railway, or to endanger human life, such person shall be guilty of misdemeanor, and shall be punished by imprisonment with hard labour in the common gaol of the Territorial Division in which such offence is committed or tried, for any period not exceeding one year from conviction thereof; and if in consequence of such act done with the intent aforesaid, any person so passing over and along the Railway, actually suffers any bodily harm, or if any property passing over and along the Railway be injured, such suffering or injury shall be an aggravation of the offence, and shall render the offence a felony, and shall subject the offender to punishment by imprisonment in the Penitentiary for two years, or in any other prison or place of confinement for any period exceeding one year and less than two years. (31 V. Can. c. 68, s. 73.)

And if such damage be actually done.

And if any person be killed or his life be lost, the offence to be manslaughter.

146. If any person wilfully and maliciously displaces or removes any Railway switch or rail of the Railway, or breaks down, rips up, injures or destroys any Railway track or Railway bridge or fence of the Railway or any portion thereof, or places any obstruction whatever on any such rail or Railway track or bridge, or does or causes to be done any act whatever whereby any engine, machine or structure, or any matter or thing appertaining thereto is stopped,

obstructed, impaired, weakened, injured or destroyed, with intent thereby to injure any person or property passing over or along the Railway, and if in consequence thereof any person be killed or his life be lost, such person so offending shall be guilty of manslaughter, and being found guilty, shall be punished by imprisonment in the Penitentiary for any period not more than ten nor less than four years, (31 V. Can. c. 68, s. 74.)

Punishment.

147. If any person wilfully and maliciously does or causes to be done any act whatever whereby any building, fence, construction or work of the Railway, or any engine, machine or structure of the Railway or any matter or thing appertaining to the same is stopped, obstructed, impaired, weakened, injured or destroyed, the person so offending shall be guilty of a misdemeanor, and be punished by imprisonment with hard labour not exceeding one year in the common gaol of the Territorial Division in which the offence was committed or has been tried. (31 V. Can. c. 68, s. 75.)

Committing any injury, stoppage, &c. to be a misdemeanor.

148. Every person who bores, pierces, cuts, opens, or otherwise injures any cask, box or package, containing wine, spirits or other liquors, or any case, box, sack, wrapper, package or roll of goods, in, on or about any car, waggon, boat, vessel, warehouse, station-house, wharf, quay or premises of or belonging to the Company, with intent feloniously to steal or otherwise unlawfully to obtain or to injure the contents, or any part thereof, or who unlawfully drinks, or wilfully spills or allows to run to waste, any such liquors, or any part thereof, shall, for every such offence, be liable, on summary conviction before one or more Justices of the Peace, to a penalty of not more than twenty dollars, over and above the value of the goods or liquors so taken or destroyed, or to imprisonment, with or without hard labour, for not more than one month. (31 V. Can. c. 68, s. 76.)

Punishment of persons boring or cutting casks or packages on Railway.

149. Every person wilfully obstructing any Inspecting Engineer in the execution of his duty shall, on conviction before a Justice of the Peace having jurisdiction in the place where the offence has been committed, forfeit and pay for every such offence any sum not exceeding forty dollars, and in default of payment of any penalty so adjudged, immediately, or within such time as the said Justice of the Peace appoints, the same Justice, or any other Justice having jurisdiction in the place where the offender resides, may commit the offender to prison for any period not exceeding three months; but such commitment shall be determined on payment of the amount of the penalty; and every such penalty shall be returned to the next ensuing Court of General or of Quarter Sessions in the usual manner. (31 V. Can. c. 68, s. 77.)

Punishment of persons obstructing Inspectors in the execution of their duty.

150. If any officer or servant of, or person employed by the Company, wilfully or negligently contravenes any By-law or regulation of the Company lawfully made and in force, or any Order or Notice of the Railway Committee, or of the Inspecting Engineer or Engineers, of which a copy has been delivered to him, or has been posted up or open to his inspection in some place where his work or his duties, or any of them, are to be performed, then if such contravention causes injury to any property or to any person, or exposes any property or any person to the risk of injury, or renders such risk greater than it would have been without such contravention, although no actual injury occurs, such contravention shall be a misdemeanor, and the person convicted thereof shall, in the discretion

Punishment of officers, &c. contravening By-laws, &c.

of the Court before whom the conviction is had, and according as such Court considers the offence proved to be more or less grave, or the injury or risk of injury to person or property to be more or less great, be punished by fine or imprisonment, or both, so as no such fine exceeds four hundred dollars, nor any such imprisonment the term of five years; and such imprisonment, if for over two years, shall be in the Penitentiary. (31 V. Can. c. 68, s. 78.)

Penalty in certain cases, and how recovered.

151. If such contravention does not cause injury to any property or person, nor expose any person or property to the risk of injury, nor make such risk greater than it would have been without such contravention, then the officer, servant or other person guilty thereof, shall thereby incur a penalty not exceeding the amount of thirty day's pay, nor less than fifteen days' pay of the offender from the Company, in the discretion of the Justice of the Peace before whom the conviction is had; and such penalty shall be recoverable with costs before any one Justice of the Peace having jurisdiction where the offence has been committed, or where the offender is found, on the oath of one credible witness other than the informer. (31 V. Can. c. 68, s. 79.)

Application of.

152. One moiety of such penalty shall belong to Her Majesty for the public uses of Canada, and the other moiety to the informer, unless he be an officer or servant of, or person in the employ of the Company, in which case he shall be a competent witness, and the whole penalty shall belong to Her Majesty for the uses aforesaid. (31 V. Can. c. 68, s. 80.)

The Company may pay penalty and deduct from wages.

153. The Company may in all cases, under the three next preceding sections, pay the amount of the penalty and costs, and recover the same from the offender or deduct it from his salary or pay. (31 V. Can. c. 68, s. 81.)

APPLICATION OF PENALTIES.

How penalties recovered and applied.

154. All penalties recovered under *this* Act, in respect to the application of which no other provision is made, shall be paid to the Receiver General of Canada to the credit of the "Railway Inspection Fund." (31 V. Can. c. 68, s. 82.)

RAILWAY FUND.

Railway Inspection Fund.

155. *The Company* shall so soon as any portion thereof is in use, pay to the Receiver General an annual rate to be fixed by the Railway Committee, not exceeding ten dollars per mile of Railway constructed and in use; such rate to be paid half-yearly on the first days of January and July in each year, and to form a special fund for the purposes of *this* Act, to be called "The Railway Inspection Fund." (31 V. Can. c. 68, s. 83.)

CERTAIN SECTIONS LIMITED.

What the word "Company" shall include.

156. In the construction of the provisions of *this* Act, from and including section *ninety-five*, the expression "Railway Company" or "Company" shall include any person being the owner or lessee of or a contractor working any railway constructed or carried on under the powers of *this* Act. (31 V. Can. c. 68, s. 84.)

APPENDIX "A."

The section in the Act of the Extension Company (35 V. Ont. c. 43, s. 25) authorizing and limiting the issue of bonds, reads as follows:

Upon the union of the said Companies, as hereinafter provided, and subject to the conditions hereinafter contained, it shall be lawful for the New Company to issue bonds, to any amount not exceeding in the aggregate three hundred and forty thousand pounds sterling or its equivalent, at such exchange as the Directors of the Company shall fix, in any other currency; which bonds shall be under the seal of the New Company, signed by its President or other presiding officer and countersigned by its Secretary, and may be payable in such money or moneys, at such times, in such manner, and at such place or places, in this Province or elsewhere, and bearing such rate of interest as the Directors of the New Company shall think fit; Provided that the aggregate amount of such bonds, guaranteed or unguaranteed, issued at any time shall not exceed twelve thousand dollars for each mile of the said railway constructed or under contract for construction at the time of such issue, and provided also that the aggregate amount of such bonds as may be issued without the guarantee of interest by the Northern Railway Company under the said leases, shall at no time exceed the amount of the paid-up instalments on the share capital of the New Company, together with the amount of paid municipal and other bonuses or subsidies; and the Directors of the New Company shall have power to issue and sell or pledge all or any of the said bonds at such price and upon such terms and conditions as they may think fit for the purpose of raising money for prosecuting the said undertaking.

The amalgamation provided for by sections 17-29 having been effected, these bonds now form a portion of the loan capital of the Company.

APPENDIX "B."

SCHEDULE ONE.

RETURN, in pursuance of *Chapter twenty-five of the Statutes passed by the Parliament of the Dominion of Canada in the thirty-eighth year of Her present Majesty*, by the *Northern Railway Company of Canada* of its authorized Share and Loan Capital, and the sums received in respect of its Ordinary Capital and Preferential Capital, and Debenture Stock, or Funded Debt, on the 31st December, 18 , specifying the rate per cent. of the Dividends for the year 18 on each of the said Capitals, showing also the Loans outstanding on the 31st December, 18 , classified according to the several rates per cent. of interest,

and the Capital subscribed to other undertakings, whether such undertakings are on Lease to, or worked by, the subscribing Company, or are independent.

Northern Railway Company of Canada.	* Authorized Capital up to the 31st December, 18 . including Capital authorized as subscriptions to other undertakings, whether such undertakings are on lease to, or worked by, the subscribing Company, or are independent.			Paid up Stock and Share Capital at 31st December, 18 , including subscriptions paid up to other undertakings.								
	+ By Shares.	By Loans.	Total.	Ordinary.	Rate per cent. of Dividend.	Guaranteed.	Guaranteed Rate of Dividend.	Rate of Dividend paid.	Preferential.	Preferential Rate of Dividend.	Rate of Dividend paid.	Total paid up stock and Share Capital at 31st Dec., 18 .
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$

Capital raised by Loans and Debenture Stock at 31st December, 18 .					Total Stock and Share Capital paid up, and Capital raised by Loans and Debenture Stock at 31st Dec., 18 .	Subscriptions to other Companies.	Remarks.
Loans.	Rate of Interest.	+ Debentures.	Rate of Interest.	Total raised by Loans and Debenture Stock at 31st Dec. 18			
\$		\$		\$	\$	\$	

NOTE.—This Return should be dated and signed by the officer or officers of the company responsible for its correctness.

* This should include all capital authorized to be raised by Acts of Parliament, or by Provincial Legislatures, but should not include capital authorized only for purposes which have lapsed by abandonment or otherwise.

† In cases where a subscription is authorized out of *existing* capital, no addition should be made in respect of it to the sum entered in this column, but only to the sum entered in the last column.

‡ Care should be taken not to confound debenture stock with ordinary debenture loans, and not to enter the same sum under both heads.

SCHEDULE TWO.

Northern Railway Company of Canada.

RETURN of Traffic for week ending 18 , and the
corresponding week, 18 .

Date.	Passengers.	Freight and Live Stock.	Mails and Sundries.	Total.	Miles open.
18 .					
18 .					

Increase.....

Decrease.....

Aggregate Traffic from....., 18.....

Date.	Passengers.	Freight and Live Stock.	Mails and Sundries.	Total.	Miles open.
18 .					
18 .					

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ANNO TRICESIMO-OCTAVO

VICTORIÆ REGINÆ

CHAP. LXV.

An Act to re-arrange the Capital of the Northern Railway Company of Canada, to consolidate the enactments relating to the said Company, to enable the said Company to change the gauge of its railway, and to amalgamate with the Northern Extension Railways Company, and for other purposes.

[Assented to 8th April, 1875.]

WHEREAS, for the proper accommodation and development of the traffic of the district served by the Northern Railway Company of Canada, it is necessary to change the gauge of the said railway from five feet six inches to four feet eight and one-half inches, and that additional rolling stock and other equipments should be provided, and additional works and improvements executed on the said railway, and new expenditure on capital account will thereby have to be incurred : Preamble.
Recital.

And whereas the present share and loan capital of the Northern Railway Company of Canada, hereinafter called "The Company," consists of the following particulars (that is to say) :— Present share
and loan
capital.

- (a) First preference bonds to the amount of £250,000 sterling, in bonds of £100 sterling each ;
- (b) Second preference bonds to the amount of £283,900 sterling, in bonds of £100 sterling each ;
- (c) Class A, third preference bonds to the amount of £50,000 sterling, in bonds of £100 sterling each ;
- (d) Class B, third preference bonds to the amount of £100,000 sterling, in bonds of £100 sterling each ;
- (e) The lien of the Dominion, amounting to £475,000 sterling ;

(f) The share capital of the Company, amounting to £203,800 currency, divided into 40,760 shares of £5 currency each ;

Bonds held
by Govern-
ment.

And whereas besides the lien, the Government holds £50,000 in amount, of the said second preference bonds, and £50,000 in amount, of the said Class B, third preference bonds :

Chap. 23 of
this session.

And whereas by an Act of the present session provision is made for the discharge of the lien of the Dominion upon certain conditions and payments to be made by the Company :

Re-adjust-
ment required.

And whereas to enable the Company to comply with the said conditions and to make such payments to the Government of the Dominion for the discharge of the lien it is necessary to re-adjust the Company's share capital :

Petitions
recited.

And whereas, the Company and the Northern Extension Railways Company, hereinafter called "the Extension Company," have presented petitions praying that the railways of the Northern Extension Railways Company may be declared to be works for the general advantage of Canada, and that powers may be granted for the amalgamation of the said companies :

And it is expedient that the prayers of the said respective petitions should be granted :

Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

PART I.

Spec al general
meeting for
purposes of
this Act : and
extinguish-
ment of ordi-
nary share
capital.

1. The Directors of the Company shall call a special general meeting of the Company, to be held at Toronto within six months after the passing of this Act, to consider the question of the extinguishment of the existing ordinary share capital of the Company, for a price to be paid out of money to be raised by the issue of new stock under this Act, or the commutation of the said ordinary shares into such new stock as aforesaid,—such price or such new stock to be accepted by the shareholders in full satisfaction and extinguishment of their respective holdings of original shares : And provided such extinguishment of the present ordinary shares for a price stated, or commutation, at a rate and on terms stated, into new stock, be sanctioned by resolution of the Company and affirmed by two-thirds of the votes of the shareholders present or represented at such special general meeting of the Company, to be duly called and held at Toronto within the time aforesaid, the resolution to that effect agreed to and passed as aforesaid, shall be binding upon all the holders of the present share capital of the Company, and upon the Company : And for the purpose of the separate vote of the

Resolution : in
what case to
be binding.

shareholders among themselves upon the said question of extinguishment or commutation, each and every share in the capital stock of the Company represented at such meeting, shall entitle the holders thereof, to one vote for every such share: Provided always that it shall be lawful for the Company to agree separately with any one or more of the shareholders for the extinguishment or commutation of his or their shares, and in the event of such agreement or agreements taking effect the shareholder or shareholders so agreeing shall not have any vote at the special general meeting to be held under this section; but such agreement or agreements shall not take effect unless or until the same shall have been sanctioned at the special general meeting by resolution of the Company and affirmed by two-thirds of the votes of the shareholders as aforesaid present or represented as aforesaid, excepting the shareholder or shareholders so agreeing as aforesaid.

Scale of voting.

Proviso.

2. When and so soon as such resolution as in the last preceding section mentioned, has been duly agreed to and passed as aforesaid, there is hereby created, and the Company may issue, pursuant to the provisions in that behalf hereinafter contained, new ordinary stock of the amount of five hundred thousand pounds sterling, the holders of which shall be entitled to participate rateably one with another in the net profits of the Company; and the said ordinary stock hereby created shall hold, with regard to the bonds of the Company, the same rank and position as the share capital of the Company held before the passing of this Act.

Proceedings if the necessary resolution is properly passed.

3. It shall be lawful for the Directors of the Company to raise by the issue of new ordinary stock, part of that hereby created, at such prices as shall be obtainable for the same, so much money as shall be necessary for discharging the Government lien, and, if such extinguishment shall have been agreed upon, for paying off and extinguishing the existing share capital, pursuant to the provisions in that behalf hereinbefore contained; or, in the event of the shareholders having agreed upon the commutation of the original share capital by the exchange thereof for a portion of the new ordinary stock hereby created as hereinbefore provided, it shall be lawful for the Directors, in addition to the issue for discharging the Government lien, to issue a sufficient portion of the said new ordinary stock hereby created, for the purpose of such commutation of the original share capital.

Application of proceeds of new stock.

4. It shall be lawful for the Directors of the Company to issue for the benefit of the Company, the residue of the new ordinary stock hereby created, at such prices as shall be from time to time obtainable for the same, and in such amounts and on such terms and conditions as the Directors may think proper, and to apply the proceeds of such issues to the general purposes of the Company properly chargeable to capital account: Provided that no new ordinary stock in excess of the

Residue of new stock, how disposed of.

Proviso.

amount required for discharging the Government lien, and extinguishing or commuting the original share capital as herein provided, shall be issued without the previous sanction of a special general meeting of the Company.

Nature of
new stock ;
transfer, &c.

5. The said new ordinary stock shall be, and shall have all the incidents of personal estate, and shall be transmissible and transferable in any quantities not involving fractions of a pound sterling, as nearly as may be in the same manner, and subject to the same regulations as the share capital of the Company has hitherto been.

When the old
stock shall be
extinguished.

6. When and so soon as the payment shall have been made, as hereinbefore provided in discharge of the lien of the Government, and the aforesaid agreement for purchase or commutation of the original share capital shall have been carried out by the Company, the share capital of the Company heretofore existing shall be extinguished.

Provision in
case of failure
to carry out
the foregoing
arrangement.

7. In the event of no arrangement being made and agreed to by the holders of the present share capital for the extinguishment or commutation thereof under the provisions of and within the time limited by the first section of this Act, then and thereafter the provisions hereinbefore made for the issue of new ordinary stock shall be void and of no effect, and then, but not otherwise, the six following sections shall have effect.

Preferential
stock may be
issued ; its
rank and
privileges.

8. There is hereby created, and the Company may issue pursuant to the provisions in that behalf hereinafter contained, preferential stock to the amount of three hundred and fifty thousand pounds sterling ; and the said preferential stock hereby created shall hold with regard to the bonds and ordinary share capital of the Company, the same rank and position as the lien of the Dominion held at the time of the passing of this Act : and the holders of the preferential stock hereby created, or of so much thereof as may, from time to time, be issued under the provisions herein contained, shall be entitled to receive out of the net profits of the Company interest at the rate of six per cent. per annum upon such preferential stock, before any dividends or interest whatever shall become payable out of the profits of the Company upon the said existing ordinary share capital ; and if at any time hereafter, any surplus revenue applicable to dividend shall remain after the said ordinary stock has received six per cent. dividend, then such surplus shall be divided rateably between the holders of the said preferential and ordinary stock.

Application of
any surplus
revenue.

Amount re-
quired to
discharge
Government
lien to be first
raised by such
stock.

9. It shall be lawful for the Directors of the Company to raise by the issue of preferential stock, part of that hereby created, at such prices as shall be obtainable for the same, so much money as shall be necessary for discharging the Government lien pursuant to the provisions in that behalf hereinbefore contained, and the first charge upon the proceeds of such

preferential stock shall be the payment to the Government of the Dominion of the amount required for the discharge of the Government lien.

10. It shall be lawful for the Directors of the Company to issue for the benefit of the Company the residue of the preferential stock hereby created, at such prices as shall be from time to time obtainable for the same, and in such amounts as the Directors may think proper, and to apply the proceeds of such issues to the general purposes of the Company properly chargeable to capital account: *Provided*, that no preferential stock in excess of the amount required for discharging the Government lien, as herein provided, shall be issued without the previous sanction of a special general meeting of the Company.

Issue of residue and application of proceeds.

Proviso.

11. The said preferential stock shall be and shall have all the incidents of personal estate, and shall be transmissible and transferable in any quantities, not involving fractions of a pound sterling, as nearly as may be in the same manner and subject to the same regulations as the share capital of the Company has hitherto been.

Nature and incidents of such stock.

12. No share heretofore existing in the capital of the Company shall be transferred after the thirtieth June or thirty-first December next following the date when the payment to extinguish the lien of the Dominion shall have been made, but immediately after such thirtieth June or thirty-first December, all currency scrip issued in respect of such share capital shall be cancelled; and every corporation or person registered as a shareholder at that date, or then entitled to be so registered by virtue of a transfer previously executed, shall be registered for an amount of sterling stock, at the rate of four pounds sterling for every existing registered share of five pounds currency,—the certificates for which sterling stock shall be issued in exchange for the surrender of the certificates or scrip of the currency shares; and upon such exchange being effected, and from the date thereof, the said sterling stock shall stand in all respects in the rank and position of the said currency shares for which it shall have been exchanged.

Conversion of currency shares into sterling shares and at what rate.

Transfer of currency shares forbidden after a certain date.

13. The benefit of the exchange provided by the next preceding section shall not extend to any share in respect of which no claim to it, which shall ultimately be found to be valid, shall have been made within two years, from the thirtieth June, or the thirty-first December (as the case may be) next following the passing of this Act, at the office of the Company either at Toronto or in London, England; but at the expiration of the said time all such shares shall be extinguished for the benefit of the Company, and all dividends accrued, due or payable on the stock which was issuable in respect thereof, shall be forfeited to the Company.

Present shares not claimed within a certain period forfeited for the benefit of the Company.

Provision, as to shares held by Toronto and Simcoe.

14. In case the Corporation of the said City of Toronto, or of the County of Simcoe, do in proper form of law effectually release to the Company their said shares in the Capital Stock of the said Company, the said shares shall no longer be included in the shares of the Capital Stock dealt with in the preceding provisions of this Act; but this shall not affect the right of the said Corporations to be represented upon the Board under the forty-fourth section of this Act.

Change of gauge to four feet eight and one-half inches.

15. The Company shall have power to change the gauge of its railway, or any line of railway leased to the Company or belonging to a Company amalgamated with it, to the width of four feet and eight and one-half inches.

PART II.

Northern Extension Railways' works for benefit of Canada.

16. The railways of the Northern Extension Railways Company, hereinafter called the Extension Company, are hereby declared to be works for the general advantage of Canada; and the expression "The Company" in this Act shall mean the Northern Railway Company of Canada, as well after as before the amalgamation, and the corporate name of the Company shall remain what it now is.

Northern Extension Company and Northern Railway Company may amalgamate, and how, and on what conditions.

17. It shall be lawful for the Company and the Extension Company, at any time after the passing of this Act, to enter into an agreement for amalgamation upon such terms, conditions, and stipulations as may be therein set forth, and sealed with their respective common seals, and approved in extraordinary general meetings of the respective Companies, specially called for the purpose, by resolution, for which not less than two-thirds of the votes of the persons present or represented at such respective meetings shall have been given in the affirmative, but so that such agreement shall contain provisions to the following effect:—

Provisions to be incorporated in agreement of amalgamation.

1. The franchise or charter of the Extension Company, with all its powers, authorities, rights, and privileges, and all its railways, plant and undertaking, with all its property, real and personal, shall be transferred to and vested in the Company, and the members of the Extension Company shall thenceforth be members of the body corporate of the Company: Provided always, that the Company, and the undertaking and works thereof shall continue liable upon all covenants and agreements in respect of the bonds of the Extension Company in the same manner and to the same extent as if such amalgamation had not taken place; and the holders of such bonds shall retain their bonds with the same charge on the undertaking and railways late of the Extension Company, and with the same rights and privileges in all respects (including the same conditional right in the Company of voting and qualifying as Directors, as under the twenty-eighth section of the Act of the Legislature of Ontario, thirty-five Victoria, chapter forty-three,) as if

Rights and Liabilities of the amalgamated Company.

the amalgamation had not taken place, and as if this Act had not been passed; and any debt due to the Company from the Extension Company, or to the Extension Company from the Company, shall merge and be extinguished.

2. The benefit of the franchise or charter of the Extension Company, with all its powers, authorities, rights, and privileges to be transferred under the powers of this Act, and the railways, plant and undertaking, and all the property, real and personal, of the Extension Company shall be deemed and taken to be worth when cleared of all debts and other liabilities in any way whatever embraced in the capital and construction accounts of the Extension Company, and when cleared of its debenture debt, a sum not exceeding four thousand one hundred and nine pounds sterling for every mile of the railways of the Extension Company from Barrie to Gravenhurst in the one direction, and from Collingwood to Meaford in the other direction; and such mileage shall be ascertained by the result of an actual survey and admeasurement of the railways when completed; and from the sum agreed to as the sum (not exceeding four thousand one hundred and nine pounds sterling per mile) for which the said Extension Railways may be purchased by the Company, all such debts and liabilities including the said debenture debt and the amount necessary for completing the said railway to Gravenhurst, shall be deducted, and the balance only shall be payable to the shareholders of the Extension Company in the new ordinary or preferential stock of the Company, as the case may be; and thereupon after such amalgamation and payment the share capital of the Extension Company shall be extinguished: Provided that in no event shall the amount so to be paid by the Company to the shareholders of the Extension Company for the purchase and extinguishment of their shares exceed in the aggregate the amount of the share capital of the Extension Company actually and *bona fide* paid up in cash before the commencement of the session of the Parliament of Canada held in the year one thousand eight hundred and seventy-five, with interest thereon at the rate of ten per centum per annum, from the date of the respective payments, and a premium not exceeding twelve and one-half per centum upon such paid up stock.

Estimated value per mile of Northern Extension Company's rights and property.

Liabilities to be deducted from such value, and balance allowed on stock of amalgamated Company.

Proviso: Amount not to exceed paid up capital of Extension Company, and interest and premium.

3. All debts due from, liabilities of, and contracts subsisting with the Extension Company, shall become debts due from, liabilities of, and contracts subsisting with the Company, and all rights of action and suit which shall have accrued to or against the Extension Company shall enure and subsist for the benefit of and against the Company, and there shall be no abatement of any action or suit which shall have been commenced by or against the Extension Company; but any such action or suit may, upon a suggestion of the amalgamation effected under the provisions of this Act, be continued and prosecuted by or against the Company in the same way as it would have been continued and prosecuted by or against the Extension Company if such amalgamation had not been effected.

Amalgamated Company to pay debts of Extension Company.

Company may
issue new
stock up to
£50,000.

18. The Company shall be empowered to issue for the purposes of amalgamation on the terms limited by this Act, and so far as not required for that purpose for any object within the charters of either of the amalgamated Companies, additional, new ordinary or preferential stock, as the case may be, to an amount not exceeding fifty thousand pounds sterling beyond the amounts, hereinbefore limited as to such stocks respectively, irrespective of amalgamation.

May advance
money for ex-
tension of
railways.

19. After such amalgamation the Company may advance and expend, on account of and as part of the compensation to be made to the Extension Company, in consideration and as one of the terms of amalgamation, such sum of money as may be necessary for completing the line and works of the said Company from Severn River Bridge to Gravenhurst, and for such other services as the Extension Company might, before such amalgamation, have legally properly performed under their charter.

Loan capital
of Extension
Company to
form part of
that of Amal-
gamated
Company.

20. After such amalgamation the loan capital of the Extension Company shall be added to and form part of the loan capital of the Company, and the Company shall have the same powers from time to time of issuing, selling, or pledging bonds of the Company, and to the same extent and with the same privileges or priorities as to the undertaking and property belonging before the amalgamation to the Extension Company, as the Extension Company would have had as to bonds of that Company, if such amalgamation had not been effected; and may upon the maturity of any bonds the Extension Company issued previously to the amalgamation, or of any further bonds issued under the authority of this section, raise the sums required for paying off the matured bonds or any part of such sums, either out of any fund of the Company applicable to capital services (whether arising from the issue of ordinary or preferential stock under the powers herein contained, or arising otherwise), or by issuing, selling, or pledging other bonds of the Company bearing interest at any rate not exceeding six per cent. per annum at such price and upon such terms and conditions as the Directors of the Company may think fit; and the bonds upon the security of which any sums required for paying off the respective matured bonds shall be raised, may, to the amount of the respective matured bonds, but not further or otherwise, be so issued as to take the place of and be entitled to the respective privileges and priorities attached to the respective matured bonds for or towards paying off which such sums respectively shall have been raised, or may be issued, with such other privileges and priorities not limiting, restricting or prejudicially affecting the rights of holders of then existing bonds, or without any preference or priority, as the Directors of the Company shall think fit.

Provision as
to issue, sale
and redemp-
tion of bonds.

Interim direc-
tors from Ex-
tension Com-
pany.

21. Until the first general meeting of the Company, held after the date of the amalgamation, three of the Directors of the

Extension Company, to be nominated by the Board of the Extension Company as existing at the date of the amalgamation, shall act as Interim Directors of the Company, in addition to the other Directors of the Company under this Act.

22. Upon and after such amalgamation, chapter thirty of the Statutes passed by the Legislature of the Province of Ontario in the thirty-third year of Her present Majesty; chapter thirty-six of the Statutes passed by the same Legislature, in the thirty-fourth year of Her present Majesty; chapter forty-five of the Statutes passed by the Parliament of Canada, in the thirty-fourth year of Her present Majesty; chapter forty-three of the Statutes passed by the Legislature of the Province of Ontario, in the thirty-fifth year of Her present Majesty; and chapter sixty-six of the Statutes passed by the Parliament of Canada, in the thirty-fifth year of Her present Majesty, shall stand repealed and be of no further force or effect as to anything thereafter to be done, except only section three and the sections numbered from thirteen to seventeen, both inclusive, of the Act of the Legislature of the Province of Ontario, thirty-five Victoria, chapter forty-three, hereinbefore referred to, which said sections shall have the same force as if they were re-enacted in this Act, with the substitution of the Company for the new Company in the said last mentioned Act referred to:

After amalgamation certain Acts repealed

Provided, that every right acquired and every obligation or liability undertaken or incurred previous to the repeal hereby made, shall be saved, nor shall such repeal affect the validity of anything done previous thereto pursuant to any of the repealed enactments, or of anything of which the validity depends on its having been confirmed by any of the repealed enactments.

Proviso: saving existing rights and liabilities.

23. Upon such amalgamation with the Company, the railways of the Extension Company as the same now exist, or may be completed or extended before the expiration of six years from the second day of March, one thousand eight hundred and seventy-two within the meaning of section three of chapter forty-three of the Act passed by the Legislature of the Province of Ontario in the thirty-fifth year of Her Majesty's reign shall form part of the undertaking of the Company.

Works of Extension Company to form part of those of N. R. Company of Canada.

PART III.

And whereas, the Loan Capital of the Northern Railway Company of Canada consists of several classes of bonds:

Recital of necessity of consolidating loan capital of Company, and statutes relating to it.

And whereas the statutory enactments and regulations affecting the said Company are contained in the statutes of many years:

And whereas the said Company has petitioned that provisions may be made for the consolidation of the said Loan Capital,

and that the various statutory provisions applicable to the said Company may be consolidated into one enactment :

Acts of Province of Canada,
12 V. c. 196.

And whereas the Toronto, Simcoe and Huron Railroad Union Company was incorporated by an Act, being chapter one hundred and ninety-six of the statutes passed in the twelfth year of Her present Majesty, by the Legislature of the late Province of Canada :

13-14 V. c. 131. And whereas the name of the said Company was changed to the Ontario, Simcoe and Huron Railroad Union Company, and the limits of the authorized railway of the said Company were extended by an Act, being chapter one hundred and thirty-one of the statutes passed by the same Legislature in the thirteenth and fourteenth years of Her present Majesty :

13-14 V. c. 81. And whereas by an Act, being chapter eighty-one of the statutes passed by the same Legislature in the last mentioned years, the Municipal Corporations through whose jurisdictions the railway of the said Company might pass, were empowered to assist in its construction, and to appoint Directors of the said Company in case they should so assist as therein mentioned :

And whereas, in pursuance of the power so conferred, the Municipal Corporations of the City of Toronto and of the County of Simcoe assisted in the construction of the said railway, and became entitled to appoint Directors of the said Company :

16 V. c. 51. And whereas by an Act, being chapter fifty-one of the statutes passed by the said Legislature in the sixteenth year of Her present Majesty, the said Company was empowered to construct a harbour at or near the terminus of its railway on Lake Huron :

16 V. c. 244. And whereas by an Act, being chapter two hundred and forty four of the statutes passed by the same Legislature in the last mentioned year, the limits of the authorized railway of the said Company were again extended, and the said Company was empowered to construct other harbours on Lake Huron :

19-20 V. c. 73. And whereas by an Act, being chapter seventy-three of the statutes passed by the said Legislature in the nineteenth and twentieth years of Her present Majesty, the said Company was empowered to have and employ steamers on Lake Simcoe, and to make arrangements with the proprietors of steamers on other lakes for running vessels in connection with its railway :

20 V. c. 143. And whereas various other provisions relating to the said Company were contained in all the aforesaid Acts, and in an Act, being chapter one hundred and forty-three of the statutes passed by the said Legislature in the twentieth year of Her present Majesty :

22 V. c. 117. And whereas by an Act, being chapter one hundred and

seventeen of the statutes passed by the said Legislature in the twenty-second year of Her present Majesty and the year of our Lord one thousand eight hundred and fifty-eight, the name of the said Company was changed to "The Northern Railway of Canada," and various other provisions were made concerning the said Company; but ever since the passing of that Act the said Company has, both in subsequent statutes and otherwise, been always in fact called "The Northern Railway Company of Canada," and its railway is called the "Northern Railway of Canada."

Name of Company.

And whereas by an Act, being chapter eighty-nine of the statutes passed by the said Legislature in the twenty-second year of Her present Majesty, and the year of our Lord one thousand eight hundred and fifty-nine, the railway, property and corporate rights of the said Company were vested in the Crown, for the purposes therein mentioned and the Governor in Council was empowered to transfer the same to such parties, and upon such terms, and to make such provisions relating to the said Company as therein mentioned :

Order in Council, 12th May, 1859.

And whereas by an Order in Council made pursuant to the last-mentioned Act on twelfth May, one thousand eight hundred and fifty-nine, it was ordered that the said railway, property and rights should be re-vested in the said Company on the conditions therein mentioned ; and in the said Order various other provisions relating to the said Company were contained :

And whereas by an Act, being chapter one hundred and five of the statutes passed by the said Legislature in the twenty-third year of Her present Majesty, it was declared that the said Company had, up to that time, complied with all the requirements of the last-mentioned Act and of the said Order in Council, and the said Order in Council was confirmed :

And whereas by an Act, being chapter fifty-five of the statutes passed by the said Legislature in the twenty-seventh year of Her present Majesty, provision was made for the construction of a branch from the railway of the said Company to the town of Barrie and it was enacted that such branch, when so constructed (which it has since been), should form part of the railway of the said Company :

And whereas by an Act of the Parliament of Canada being chapter eighty-six of the statutes passed by that Parliament in the thirty-first year of Her present Majesty, it was declared that the Northern Railway of Canada is a work for the general advantage of Canada, and various other provisions were made concerning the said Company :

Act of Canada, 31 V. c. 86.

And whereas by this Act various provisions are made concerning the Company and the Extension Company, including a

declaration that the railways of the last mentioned Company are works for the general advantage of Canada, and a provision that under certain conditions therein set forth the said Companies may be amalgamated :

And whereas, of the provisions contained in the hereinbefore-mentioned Acts and Order in Council, many have been repealed or amended by others of the said provisions, many were enacted for temporary purposes which have been fulfilled, and many have been incorporated, and sometimes with amendments in "*The Railway Act, 1868*:"

And whereas, if the amalgamation of the Northern Extension Railways Company with the Northern Railway Company of Canada, contemplated by this Act, should take effect many further changes will be introduced into the system of the Company :

And whereas under these circumstances a consolidation of the statutory and other regulations affecting the said Company will greatly assist in the understanding of its affairs, and will therefore be very beneficial :

Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, further enacts as follows :—

The said Acts repealed.

Exception.

Exception.

Proviso :
Saving rights
and liabilities
existing.

Company to
retain its cor-
porate rights
and name and
property.

24. On and from the coming of this Act into operation, all the Acts of the Legislature of the former Province of Canada, and of the Parliament of Canada, and the Order in Council, in this Act recited, shall stand repealed, and be of no further force or effect as to anything thereafter to be done ; except only the declaration that the Northern Railway of Canada is a work for the general advantage of Canada ; and except also such portions of the said Acts as authorized the construction and completion of the works in this Act mentioned, and which works have not been constructed or completed, and the time for the completion whereof has not expired before the passing of this Act : Provided, that every right acquired and every obligation or liability undertaken or incurred previous to the repeal hereby made shall be saved, nor shall such repeal affect the validity of anything done previous thereto, pursuant to any of the repealed enactments, Order in Council, or of anything of which the validity depends on its having been confirmed by any of the repealed enactments, or of any by-law of the Company, whether fixing any tariff of tolls or otherwise.

25. The Company shall continue to be a body corporate by the name of the Northern Railway Company of Canada, with perpetual succession and a common seal, and all other the usual powers and rights of bodies corporate, not inconsistent with this Act, and especially with the power of purchasing, holding, letting and conveying real estate without incurring any penalty or forfeiture.

26. The undertaking of the Company shall consist of,—

Undertaking
defined.

First. Its main line of railway, as the same now exists, or may be completed or extended within the meaning of the following words, that is to say, from some place in the City of Toronto to some place on the southerly shore of Lake Huron, touching at the town of Barrie, or at some point or place on the shore of Lake Simcoe.

Main line.

Second. Its Barrie branch railway, as the same now exists, or may be completed or extended to a place known, or known in the year one thousand eight hundred and sixty-three, as "McWatt's Wharf" in the Town of Barrie, including the requisite station ground and buildings at or near the said wharf, together with such borrowing pits as may be requisite, the whole as laid down on a diagram, filed in the year one thousand eight hundred and sixty-three, with the Secretary of the Railway Commissioners at Quebec, marked with the letter A, and signed by Frederick Cumberland and T. D. McConkey, or in substantial conformity with the said diagram.

Barrie Branch.

Third. All such extensions and branches as may be made by the Company within the meaning of the following words, that is to say: "It shall be lawful for the said Company to extend the line of their railway, or to branch from any point or place on the line thereof which has been or may be adopted by the Directors of the said Company to such point or places lying between the easterly limit of the Georgian Bay and a point on the east main shore of Lake Huron, not further south than the southerly limit of the Township of Saugeen, as the Directors of the said Company may fix."

Extension and
branches to
Lake Huron
and Georgian
Bay.

Fourth. All such works as have been or may hereafter be constructed by the Company within the following authority (that is to say), to construct at or near the northern terminus of its railway on Lake Huron, and at or near any or every point at which its railway may touch on the said lake or any intervening bay between the easterly limit of the Georgian Bay and a point on the east main shore of Lake Huron not further south than the southerly limit of the Township of Saugeen, a harbour which shall be accessible to, and fit, safe and commodious for the reception of such description and burden of vessels as commonly navigate Lake Huron; and to erect such needful moles, piers, breakwaters, wharves, buildings, erections and constructions whatsoever as shall be necessary, useful and proper for the protection of every such harbour, and for the accommodation and convenience of vessels entering, lying, loading and unloading within the same, and to alter, amend, repair, enlarge, deepen and dredge the said harbour from time to time as may be found necessary or expedient, and to construct a dry dock or railway, calculated for refitting and repairing all shipping, at every such harbour.

Harbour and
appurtenances
at northern
terminus.

Harbour
works.



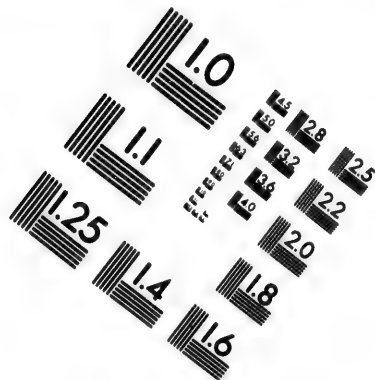
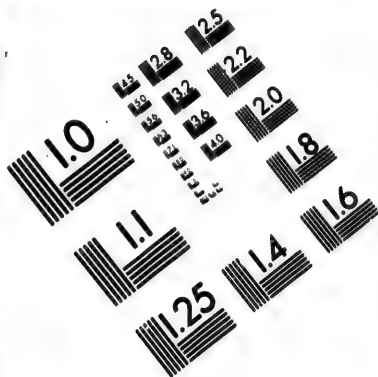
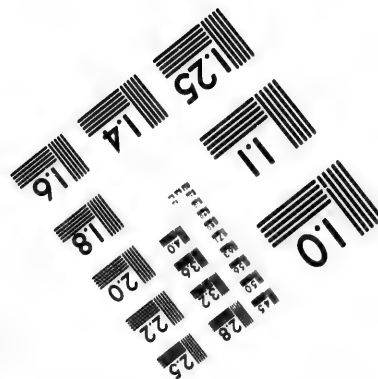
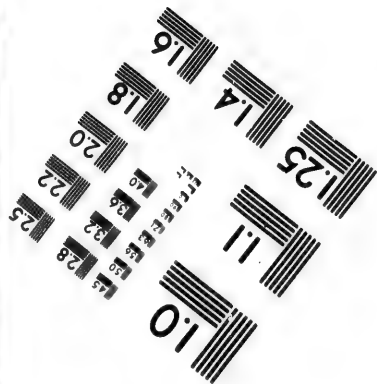
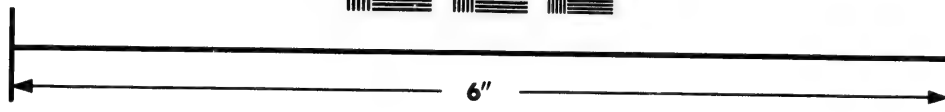
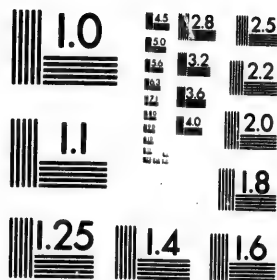


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Works on
shores of
waters near
any terminus.

Fifth. All such works as have been or may hereafter be constructed by the Company within the following authority (that is to say), to construct one or more station or stations, depot or depots, wharves, warehouses and other buildings and works, at any one or more point or points, on the shores of the lakes, bays and navigable waters, at or near to any of the termini of, or stations on the Company's railways.

Power to run
vessels on
Lake Simcoe.

27. The Company shall also have power to purchase, build, fit out, charter, sell, dispose of, work, control and keep in repair steam vessels on Lake Simcoe, to ply on that lake in connection with its railway; and all such steam vessels shall be deemed to belong to the undertaking of the Company; and also to make arrangements and agreements with the proprietors of steamboats or vessels on other lakes by chartering or otherwise, to run vessels in connection with their said line of railway.

Certain provisions of Rail-
way Act to
apply.

28. The fifth, sixth, seventh, eighth, ninth, tenth, eleventh, twelfth and fourteenth sections of "*The Railway Act, 1868*," except the twelfth and nineteenth sub-sections of the said seventh section, and also sub-sections four and twenty-one of said section fourteen, shall be incorporated herewith, and shall apply to the Company, and this Act shall be deemed to be the special Act mentioned as well in the said sections as in any other portions of "*The Railway Act, 1868*," hereinafter incorporated herewith: and the Company shall further have power to make use, for the purposes of its railway, of the water of any stream or water-course over or near which its railway passes, doing, however, no unnecessary damage thereto, and not impairing the usefulness of such stream or water-course:

Use of
streams, &c.

Provide, as to
persons who
have received
compensation
for the rail-
way's crossing
their lands.

Provided always, that in every case in which the owner of any lands, or other person or persons authorized and capacitated to convey, shall in their arrangements with the Company have received or agreed to receive compensation for gates, stiles, bridges, arches or culverts, instead of the same being erected or found by the Company for the purpose of facilitating the passage to or from either side of the land severed or divided by the Company's Railway, it shall not be lawful for any such owner, or those claiming under him, to pass, and they shall ever be prevented from passing or crossing the said Railway from one part to the other part of their lands so severed and divided, otherwise than by a gate, stile, bridge, arch or culvert to be erected and maintained at the charge of such owners, under the inspection and direction of, and according to plans and specifications to be furnished and approved by the engineer of the Company.

Loan capital.

29. The loan capital of the Company shall consist of its existing first, second, and third preference bonds.

Rights of
bondholders.

30. All bonds forming part of the loan capital of the Company for the time being, and all coupons attached thereto respectively, shall carry the same priorities and the same rights in

all other respects as if this Act had not been passed; and the Directors shall keep registers in which they shall cause to be entered all particulars which shall come to their knowledge concerning transfers of any such bonds, or the names and addresses of the holders thereof.

Register to be kept.

31. The Company may, upon the maturity of any bonds forming part of the loan capital of the Company for the time being, raise the sums required for paying off the matured bonds or any part of such sums, either out of any funds of the Company applicable to capital services, whether arising from the issue of ordinary stock or arising otherwise, or by issuing, selling or pledging other bonds of the Company, bearing interest at any rate not exceeding six per cent. per annum, at such price and upon such terms and conditions as the Directors of the Company may think fit; and the bonds upon the security of which any sum required for paying off the respective matured bonds shall be raised, may, to the amount of the respective matured bonds but not further or otherwise, be so issued as to take the place of and be entitled to the respective privileges and priorities attached to the respective matured bonds or towards paying off which such sums respectively shall have been raised, or may be issued with such other privileges or priorities not limiting, restricting or prejudicially affecting the rights of holders of then existing bonds, or without any preference or priority, as the Directors of the Company shall think fit.

New bonds may be issued for redeeming those maturing.

Not to exceed amount of bonds maturing.

32. It shall be lawful for the Company to create a general consolidation mortgage upon and over all its properties, real and personal, tolls and revenues, and to secure the same upon such trusts as to the Company may seem expedient; and thereupon to consolidate into one or more ranks or classes any of the now existing bonds of the Company, or of the bonds of any other Company or Companies with which the Company may hereafter be amalgamated by the issue on the security of such mortgage of general mortgage bonds to the holders of the existing bonds and in exchange therefor: Provided always that the general mortgage hereby authorized and the consolidation and issue of the bonds to be made thereupon shall not increase the aggregate bonded debt of the Company beyond the aggregate amount at par of all the said existing bonds; and the said mortgage shall provide for the voting powers upon such consolidated bonds,—but the aggregate votes of the consolidated bonds shall not exceed the votes to which the holders of said existing bonds are now entitled: and provided that such consolidation and exchange be sanctioned and approved by resolutions affirmed by not less than two-thirds of the separate holders in the amounts of each of the said respective ranks or classes of the said existing bonds, present in person or by proxy, at a special meeting to be held in London, England,—of which meeting not less than two weeks, special and continuous notice shall have been previously given by advertisement in

Creation of general consolidated mortgage on all property of Company.

Provide; not to increase aggregate bonded debt.

Provide; approval of two-thirds of bondholders required.

Meeting to be called.

If consolidation, &c., be not so approved.

the London *Times*, *Standard*, *Observer* and *Herepath's Journal*; such resolution or resolutions so agreed to shall be binding upon all the holders of each of the said respective ranks or classes of bonds by whom the same shall have been passed; and in the event of such consolidation and exchange not being approved as aforesaid, the creation of the general mortgage and the consolidation into one or more ranks thereunder of any of the said existing bonds herein referred to, shall in no way alter, impair, or prejudicially affect the rights, privileges and priorities now attached to the said existing bonds, which shall subsist and continue in full force until such time as, with the individual consent of their owners, they shall have been consolidated: And provided further that the creation of the general mortgage, and the terms of the trust securing the same shall be subject to the approval of the Company in special general meeting duly convened.

Proviso; terms of general mortgage.

Amount of stock.

33. The stock of the Company shall be of the amount mentioned in the second section hereof, and in the event of the amalgamation of the Extension Company under the provisions of this Act, of the amount of additional stock to be issued under the eighteenth section hereof.

Liability of stockholders limited.

34. The holders of any portion of the paid-up stock of the Company shall not be liable to the creditors of the Company, but shall stand towards the Company and its creditors in the position of holders of fully paid-up shares.

Section 17 of Railway Act to apply with certain amendments.

35. Subject to the other provisions hereof, the seventeenth section of "*The Railway Act, 1868*," shall be incorporated herewith, and shall apply to the Company,—"portions of stock" and "stock" being respectively put for "shares in the undertaking" and "shares"; provided that it shall not be necessary for transfers to be made in duplicate, and if they shall not be so made, the transfers themselves shall be delivered to the Directors, to be filed and kept for the use of the Company.

Offices and registers of Company.

36. The Company shall keep at its offices in Toronto, and in London, England, registers of the holders of preferential or ordinary stock, containing the amounts held by them, and the dates of issue, transfer or transmission; and every transfer or transmission shall be registered, which shall be communicated to the Company for that purpose, accompanied with such evidence of title as may be reasonably required, and with the payment of a fee of one dollar at Toronto or four shillings in London.

Registers open without fee.

37. The said registers shall be accessible for inspection and perusal without fee, at all reasonable times, to every bondholder or ordinary stockholder of the Company.

38. The Company shall deliver to every stockholder a certificate stating the amount of stock held by him, and such certificate shall be surrendered on the transfer of the stock comprised therein or any portion thereof, and a new certificate, or, as the case may require, new certificates shall be issued. Stock certificate.

39. The clear profits of the Company shall belong to the ordinary stockholders; and dividends at a per centage rate on the stock shall be, from time to time, declared thereout by the general meetings, and be payable to the stockholders who shall appear in the Company's registers at their opening on the morning of the first of January and first of July in each year,—immediately after which dates certified copies of the said registers shall be transmitted and exchanged to and from London and Toronto respectively. Dividends of clear profit.

40. No dividend shall be declared whereby the capital of the Company is in any degree reduced or impaired, or shall be paid out of such capital. Dividends limited.

41. General meetings shall only be convened by the Directors, or by not fewer than ten stockholders, holding together not less than one-fifth part of the stock of the Company for the time being issued, and in the latter case, only after ten stockholders holding such part as aforesaid of the stock of the Company shall have required the Directors in writing to convene a general meeting for objects expressed in such requisition, and the Directors shall have omitted to do so for one calendar month from the receipt of such requisition at the office of the Company, either at Toronto or in London. General meeting how convened.

42. General meetings to be held in Toronto or London (England) shall be convened by advertisement published in two Toronto or two London daily newspapers, as the case may be, not less than two weeks before the day of meeting, and expressing the objects of the meeting. Notice, if in London or Toronto.

43. The ordinary general meetings shall be held twice a year, on such days and at such places, whether in Canada or in England, as the Directors shall, from time to time, determine; and special general meetings shall be held in the first instance at such places, whether in Canada or in England, as the Directors or the stockholders convening the same shall appoint: Provided that any such meeting convened by the Directors on the requisition of stockholders shall be held in the first instance at such place, if any, as shall be specified in the requisition; and any general meeting may be adjourned to such place, whether in the same or in the other country, as the meeting shall determine. Ordinary and special general meetings.
Proviso.

44. The Municipal Corporation of the City of Toronto may annually, on or before the day of the first ordinary general meeting of the Company in every year, nominate one of the Corporations of Toronto and Simcoe to appoint each one a Director.

- alder men of the said City to be a Director of the Company ; and the Municipal Corporation of the County of Simcoe may also annually, on or before the day of the first ordinary general meeting of the Company in every year, nominate one of their councillors to be a Director of the Company, and the said two Directors shall have the same rights, powers and duties as any of the other Directors of the Company : Provided always that the said Corporations, so long as they shall nominate a Director under this section, shall not be entitled to vote as shareholders for the election of Directors at any general meetings of the Company.
- Proviso.**
- Number of Directors.** **45.** The number of the Directors of the Company, including the two Directors provided for by the last section hereof, shall be twelve, exclusive of any Director to be appointed by the Government under any other Act ; and of the Directors three at least shall, and five may be resident in England ; and if the whole number of Directors be not twelve at the date when this Act shall come into operation, it shall be filled up to that number by election at the first ordinary general meeting after that date.
- Where to reside.**
- Annual election.** **46.** The annual election of a Board of Directors, other than those nominated by the said municipalities, shall take place at the first ordinary general meeting in every year. All retiring Directors shall be re-eligible if otherwise qualified.
- Re-eligibility.**
- Removal of Directors and filling of vacancies.** **47.** Any general meeting may remove a Director not being one of those appointed by the said municipal corporations, or the Government, by a resolution, of the intention to propose which notice shall have been given in the advertisement convening the meeting ; and the same or any other general meeting may elect another Director in the place of the one so removed ; and any casual vacancy otherwise occurring in the Board of Directors among those not appointed by the said municipal corporations may be filled up by the Directors : Provided that any person chosen under either part of this section shall retain his office so long only as the vacating Director would have retained the same.
- Proviso.**
- Qualification of a Director.** **48.** The qualification of a Director, other than those appointed by the said municipal corporations, or by the Government, shall be the holding in his own right, or in right of his wife, of stock or bonds to the amount of two hundred pounds sterling ; and the office of a Director shall be vacated on his ceasing to hold such qualification.
- Quorum at meetings.** **49.** The quorum for any general meeting of the Company shall be the presence, either in person or by proxy, of the holders of stock or bondholders entitled to vote to the amount of one hundred thousand pounds sterling.

50. Every hundred pounds sterling of stock shall entitle the holder thereof to one vote at general meetings. Votes.

51. The holders of all outstanding bonds of the Company heretofore entitled to vote, and upon amalgamation of the Extension Company with the Company under the provisions of this Act, such holders of bonds (if any) as may for the time being, be entitled to vote and qualify as Directors under the twenty-eighth section of the Act of the Legislature of the Province of Ontario, thirty-fifth Victoria, chapter forty-three, shall be deemed to be stockholders within the meaning of the thirteenth and fourteenth sections of "*The Railway Act, 1868*," as incorporated herewith, and of the forty-first, forty-third, fiftieth and fifty-second sections hereof,—the amounts of stock deemed to be held by them being equal to the nominal amounts of their bonds respectively. Right of Bondholders to vote. Certain of them to be deemed stockholders for that purpose.

52. The appointment of a proxy need not be under seal, but no such appointment shall be valid unless in favor of a person being himself, and at the time of exercising the powers of the appointment, a stockholder of the Company. Proxies.

53. It shall be lawful for any Director to give, and at his pleasure revoke, a general proxy to any other Director to vote for him at the Board; but no proxy or power of attorney by which the Director holding it might be obliged to vote in a particular sense on any question shall be permitted. Proxies of Directors. Proviso.

54. The Directors may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit, and determine the quorum necessary for the transaction of business. Unless and until the Directors otherwise determine the quorum for a meeting of the Board shall be four, present in person or represented by proxy. Meetings of Directors. Quorum.

55. The Board may, from time to time, appoint any Directors in England as a committee,—of which a majority shall be a quorum, and may delegate to such committee all such of its powers as the Board shall from time to time determine. Committee of Directors in England.

56. The Board may cause a special common seal of the Company to be made for use in England, and may commit the use of such seal to a committee composed of Directors being from time to time in England. Common seal for England.

57. It shall be lawful for the Board to give and at its pleasure revoke a general proxy or power of attorney under seal of the Company, to any Director or to the General Manager for the time being of the Company, to act in England on behalf of such Board, and for such purpose to delegate to such Director or General Manager all such of its powers as the said Board may see fit. Power of attorney to General Manager, &c.

Certain parts
of Railway
Act to apply
to the Com-
pany.

Proviso.

As to carrying
mails.

Rates of tolls
for use of
wharves, &c.;
how to be
fixed.

Proviso.

Company may
become party
to notes, bills,
&c., and how.

Proviso.

58. Subject to the other provisions hereof, the nineteenth and twenty-first sections, and sub-sections eleven, twelve, thirteen, fourteen and fifteen of section twenty, and the first, second, fourth, seventh, eighth, ninth and tenth sub-sections of the twenty-second section of "*The Railway Act, 1868*," and the whole of part second of the same Act, and also the sections of the Acts amending the said Railway Act, shall be incorporated herewith, and shall apply to the Company; but the sections and parts of sections included in Part First of the said Railway Act, and not herein expressly incorporated, shall be excepted from incorporation herewith, and shall not apply to the Company; and in addition to the powers conferred by the said Act, the Company shall also have power to enter into contracts with the Postmaster General on behalf of the Dominion for the carriage of mails to any district or territory tributary to its Railway.

59. It shall and may be lawful for the Directors of the Company from time to time to regulate, fix and establish the rates of wharfage, tolls, dues, or duties payable by persons navigating or using rafts, vessels, boats, or other craft on Lakes Ontario, Huron, Simcoe, Muskoka, Rousseau and Joseph, and who may, from time to time, partake of the benefits and advantages of any harbour, wharves, docks or railway forming part of the Company's undertaking, or of the storehouses or other protections and erections for the safe keeping, repairing and refitting of all vessels, boats, crafts or rafts of any description, and of goods, wares and merchandise shipped or unloaded within any such harbour, and to alter the said tolls, dues, duties and demands as they may deem proper and expedient—a copy of which tolls, rates and dues shall be affixed up in not less than three places at or near to every such harbour respectively: Provided always that such tolls, rates and dues shall be subject to the approval of the Governor-General in Council.

60. The Company shall have power to draw, make, accept and endorse all bills of exchange and promissory notes in sums of not less than one hundred dollars, necessary for the carrying on of the business of its railways; and the Directors may, from time to time, by instrument under the seal of the Company, appoint any agent or agents to make, draw, accept and endorse such bills and notes on behalf of the Company; and every such bill or note so made, drawn or accepted or endorsed, shall be binding upon the Company; and in no case shall it be necessary that the seal of the Company be affixed to any such bill or note, nor shall the agent making, drawing, accepting or endorsing the same on behalf of the Company, be individually responsible therefor: Provided that nothing in this section shall be construed to authorize the Company to issue notes or bills of exchange payable to bearer, or intended to be circulated as money, or as the notes or bills of a bank.

61. The Company may enter into any arrangements with any other Railway Company or Companies for the working of their railways on such terms and conditions as the Directors of the several Companies may agree on, or for leasing or hiring from such other Company or Companies any portion of their railway, or the use thereof, or for the leasing or hiring any locomotives or other movable property from such Companies or persons, and generally to make any agreement or agreements with any other Company touching the use by one or the other, or by both Companies, of the railway or rolling stock of either or both, or any part thereof, or touching any service to be rendered by the one Company to the other and the compensation therefor; and any such agreement shall be valid and binding according to the terms and tenor thereof: *Company may make arrangements with other Companies for certain purposes.* Provided that the assent of at least two-thirds of the shareholders present at a general special meeting of the respective Companies, to be called for the purpose, shall be first obtained.

62. The Company shall pay, as working expenses, in priority to any payment of principal or interest on any bonds forming part of the loan capital of the Company (other than any interest already made a charge in the nature of a rental upon the earnings of any railway of the Company,—which interest is still to be recognised and included in the working expenses of the railway upon the earnings of which the same is charged,) the expenses following, that is to say,—all expenses of maintenance of its railways, and of its stations, sidings, buildings, works, warehouses, elevators, appliances and conveniences belonging thereto, and of the rolling and other stock and movable plant used in the working of its railways, and also such rents or annual sums as may be paid in respect of warehouses, wharves, or other property,—including land leased to or held by the Company, and also all expenses of and incident to working the railways of the Company and the traffic thereon, including stores or consumable articles; also, rates, taxes, insurance and compensation for accidents or losses; also all salaries and wages of persons employed in or about or for the working of the said railways and traffic, and all secretarial and establishment expenses, including Directors' fees, agency, legal, and all other incidental working expenses whatsoever: *Certain items of outlay may be paid as working expenses.* Provided that nothing herein contained shall limit, restrict or prejudicially affect the rights of any holders of bonds charged upon any separate part of the undertaking of the Company. *Proviso. Saving rights of certain bondholders.*

63. All ships and vessels owned by or belonging to, or in the use of Her Majesty, or the Government of the Dominion, shall, from time to time, have free access and privilege of occupancy and sheltering under, and using the privileges, safeties, wharves and dry-docks or railways forming part of the Company's undertaking, under the fourth and fifth heads of the twenty-sixth section hereof, free of all tolls or duties whatsoever. *H. M. vessels free from toll at Harbours, &c.*

Running powers granted to Midland and Grand Junction Railway Companies on certain conditions; compensation, how settled if not agreed upon.

64. Upon the opening for traffic of any line of Railway extending northwards from Gravenhurst for the purpose of establishing a connection with the Pacific Railway or the Georgian Bay branch thereof, the Company shall grant through running powers over its line as far as Gravenhurst to the Midland Railway and to the Grand Junction Railway Company, from the point of intersection of the Midland Railway, at or near Atherley, for the benefit of the said respective Companies and for the working of their through traffic from and to all points south of such point of intersection: Provided that such running powers shall not include any right to the said respective Companies, or either of them, to engage or participate in or to operate upon or over the line of the Company, any local traffic served by, collected at, or belonging to the places at or for which the Company shall have established stations on any part of the line of the Company, including Atherley and Gravenhurst; and provided also, that the terms and conditions of such running powers, and the tolls and compensations to be paid for the same, shall be mutually agreed upon between the Company and each of the other Companies respectively; and in the event of disagreement, such terms and conditions, tolls and compensations shall be settled by three arbitrators,—one arbitrator to be appointed by each Company, and the third by the Governor-General in Council; and the award in writing of such arbitrators, or of the majority of them, shall be binding upon the said Companies: and provided also that this Act shall not prejudice or interfere with any running powers to which any Railway Company may now be entitled under any Order in Council made by the Lieutenant-Governor of Ontario.

Proviso.

Company subject to any general Act.

65. Nothing herein contained shall be construed to exempt the Company or its undertaking from the provisions of any general Act relating to Railways which may be passed during the present or any future session of Parliament.

Short title.

66. This Act may be cited as "*The Northern Railway Company Act, 1875.*"



ANNO TRICESIMO-OCTAVO.

VICTORIÆ REGINÆ.

CHAP. XXIII.

An Act respecting the Lien of the Dominion on the Northern Railway of Canada.

[Assented to 8th April, 1875.]

WHEREAS the lien of the Dominion on the railway and Preamble.
property of the Northern Railway Company of Canada, amounts to the sum of four hundred and seventy-five thousand pounds sterling, and the Government of the Dominion holds also second preference bonds of the Company to the amount of fifty thousand pounds sterling, and third preference bonds of the Company to the amount of fifty thousand pounds sterling; and it is expedient to make provision for the release of the said lien on the conditions hereinafter mentioned: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. If the said Company or any Company formed by its amalgamation with any other Company under any Act of the present session, do on or before the first day of April, one thousand eight hundred and seventy-six, or within such extended time as the Governor in Council may grant, not exceeding three months thereafter, pay to the Receiver-General of Canada, or to the financial agents of the Dominion in England, the sum of one hundred thousand pounds sterling, such payment shall operate as a full discharge and release of the said lien and of all principal and interest due in respect thereof, and the Receiver General or the said financial agents (as the case may be) shall give the Company a certificate of such payment, which shall be sufficient evidence of the discharge of the lien and of all claim in respect thereof: Provided always, that the said bonds of the Company held by the Government shall not be affected by the payment aforesaid, but shall hold their present rank and priority in any re-arrangement that may be made of the affairs of

On what conditions the lien of the Dominion may be released.

proviso: the bonds held by the Government may not be affected.

the Company, and that the accrued interest on the second preference bonds shall be paid under the terms of the several Acts relating to the said railway.

Government
Director may
be appointed;
his powers and
duration of
office.

2. It shall be lawful for the Governor in Council, at any time after the passing of this Act, to nominate and appoint one additional Director of the Company, who shall, in all things, have the same powers as an ordinary Director, but whose concurrence shall be necessary to any future expenditure upon new works or equipment undertaken after such appointment: Provided that such right to appoint a Government Director, and his right to a seat at the Board, shall subsist only so long as the lien of the Dominion shall remain undischarged by the payment that may be made by the Company under the provisions hereinbefore contained.

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